

**Ref No:** 44/2023-24

**Dated:** July 27, 2023

The Manager,  
Listing Department,  
The National Stock Exchange of India Ltd.,  
Exchange Plaza, 5<sup>th</sup> Floor, Plot C/1, G Block,  
Bandra - Kurla Complex, Bandra (E),  
Mumbai - 400 051. Tel No.: 2659 8235  
Fax No.: 26598237/ 26598238  
Trading Symbol: ANANDRATHI

The Manager,  
Listing Department,  
BSE Limited,  
Phiroze Jeejeebhoy Tower,  
Dalal Street, Mumbai - 400 001.  
Tel no.: 22721233  
Fax No.: 22723719/ 22723121/ 22722037  
Scrip Code: 543415

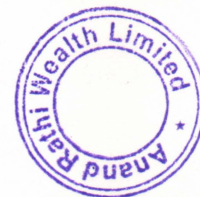
**Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") - Postal Ballot Notice**

Dear Sir/Madam,

Pursuant to the Regulation 30 of the Listing Regulations, we enclose a copy of Postal Ballot Notice dated July 12, 2023 ("Notice"), seeking the approval of the members of the Company for Alteration in the Objects Clause of the Memorandum of Association of the Company, by way of remote electronic voting only ("e-voting").

In accordance with circulars issued by Ministry of Corporate Affairs, from time to time, the postal ballot notice is being sent only in electronic form to Members whose email addresses are registered with their depository participants (in case of electronic shareholding)/the Company's Registrar and Transfer Agent (in case of physical shareholding) and whose names are recorded in the Register of Members/List of Beneficial Owners as on Friday, July 21, 2023. The Company has also made arrangements for those members who have not yet registered their email address to get the same registered by following the procedure prescribed in the Notice.

The Company has engaged the services of Link Intime India Private Limited ("**Link Intime**") to provide e-voting facility to its members. The voting rights of the Members shall be in proportion to their holding of Equity Shares with the paid-up equity share capital of the Company as on Friday, July 21, 2023 ("**Cut-off date**"). The remote e-voting period commences from 09.00 a.m. (IST) on Saturday, July 29, 2023 and ends at 05.00 p.m. (IST) on Sunday, August 27, 2023.



# ANANDRATHI

Private Wealth. uncomplicated

This Postal Ballot Notice will also be available on the Company's website at <https://anandrathiwealth.in/Investorrelations.php> and on the website of Link intime at <https://instavote.linkintime.co.in>.

This is for your information and records.

Thanking You,

Yours faithfully,

For **Anand Rathi Wealth Limited**



**Nitesh Tanwar**  
Company Secretary and Compliance Officer  
M. No. FCS-10181  
Enclosed: As above

**ANANDRATHI**  
**Private Wealth. uncomplicated**  
**Anand Rathi Wealth Limited**

**CIN: L67120MH1995PLC086696**

**Registered Office:** Express Zone, A Wing, 10<sup>th</sup> Floor, Western Express Highway, Goregaon (E), Mumbai 400063  
**Tel:** +91 22 6281 7000 **Website:** <https://anandrathiwealth.in/>; **Email:** [csarwsl@rathi.com](mailto:csarwsl@rathi.com)

**POSTAL BALLOT NOTICE**

TO THE SHAREHOLDERS OF THE COMPANY

[Pursuant to Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014]

| VOTING STARTS ON                                 | VOTING ENDS ON                                   |
|--|--|
| <b>09:00 A.M. (IST), Saturday, July 29, 2023</b> | <b>05:00 P.M. (IST), Sunday, August 27, 2023</b> |

Notice is hereby given to the Shareholders of Anand Rathi Wealth Limited pursuant to Section 108 and Section 110 of the Companies Act, 2013 (the "**Act**") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time ("**Rules**"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), Secretarial Standards on General Meeting issued by the Institute of Company Secretaries of India (**SS-2**), as amended and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ('**MCA**') for holding general meeting/conducting postal ballot process through e-voting vide General Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 8, 2021, Circular No. 2/2022 and 3/2022 dated May 5, 2022 in view of the COVID-19 pandemic (collectively referred to as '**MCA Circulars**') and other applicable laws, regulations, circulars, notifications (including any statutory modification or re-enactment thereof for the time being in force), to transact the special business as set out hereunder by passing **Special Resolution** by way of Postal Ballot.

In compliance with the aforesaid Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Shareholders whose e-mail addresses are registered with the Company/Depositories/Registrar and Share Transfer Agent ('**RTA**') as on the cut-off date July 21, 2023.

A statement pursuant to Section 102 and other applicable provisions of the Act pertaining to the appended resolution setting out the material facts and reasons thereof along with instructions for Remote e-voting, are annexed to this Notice.

Pursuant to Rule 22(5) of the Companies (Management and Administration) Rules, 2014, the Board of Directors of your Company at its meeting held on July 12, 2023, has appointed Mr. Himanshu Kamdar (Membership. No. FCS - 5171, C.P. No. 3030), Practicing Company Secretary, Partner of M/s. Rathi and Associates, Company Secretaries, as the Scrutinizer to conduct the Postal Ballot through Remote e-voting process in a fair and transparent manner.

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with the Rules, the MCA Circulars and SS-2, the Company is providing remote e - voting facility to its Members, to enable them to cast their vote electronically instead of submitting the Postal Ballot Form physically. The Company has engaged the services of Link Intime India Private Limited ("**Link Intime**") for the purpose of providing remote e-voting facility to its Members.



Shareholders are requested to read the instructions in the Notes in this notice ('Postal Ballot Notice') to cast their votes electronically from their respective locations. The Remote e-voting period will commence from 9.00 a.m. (IST) on Saturday, July 29, 2023 and will end at 5.00 p.m. (IST) on Sunday, August 27, 2023. Shareholders are requested to cast their votes through the remote e-voting process not later than Sunday, August 27, 2023. The Scrutinizer will submit his report to the Chairman of the Company, or any person authorized by him or Board upon completion of the scrutiny of the votes cast through Remote e-voting. The results of the Postal Ballot will be announced within 2 working days from the time of conclusion of the remote e-voting. The result of the postal ballot along with the Scrutinizer report would be intimated to BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") where the equity shares of the Company are listed and would also be placed on the website of the Company i.e. <https://anandraithiwealth.in/> and also on the website of Link Intime India Private Limited ("Link Intime"), at <https://instavote.linkintime.co.in>. Further, the results shall be displayed on the Notice Board of the Company at its Registered Office and Corporate Office for at least 3 days from the date of declaration of voting results.

**Item of business requiring approval of Shareholders through Postal Ballot by 'remote e-voting' is given below:**

**SPECIAL BUSINESS:**

**Item no. 1**

**Alteration in the Objects Clause of the Memorandum of Association of the Company.**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with applicable rules made thereunder, including any statutory modification(s) or re-enactment(s) thereto for the time being in force, and subject to the approval of the Registrar of Companies, the consent of the Members be and is hereby accorded for effecting the alteration/modification, substitution and addition in the Objects Clause (**Clause III**) of the Memorandum of Association (the "MoA") of the Company as follows:

**a. The Existing sub-clause 3 of Clause III(a) (Main Objects clause) of the Memorandum of Association of the Company be altered or replaced with the following new sub-clause 3:**

"3. To undertake and carry-on in India and/or in any part of the world whether singly and / or jointly the business as investment bankers, portfolio managers, wealth managers, financial consultants, management consultants, advisors and provide consultancy, advisory, financial services and facilities of every description and to mobilise and manage funds, assets of/for various companies, mutual funds, individual investors, firms, associations and other bodies corporate, private and institutional investors and carry on the activities of managing investment in equity and derivative instruments, structured products, commodities and commodity derivatives, currency and currency derivatives, debt instruments, mutual funds, government securities, saving instruments, insurance products, money market instruments and securities of all types and all financial products and to promote, support and to carry on the business of providing wealth management services to the individuals, firms, associations, institutions, corporates and bodies corporate and to pass on the benefits of such investments as interest, dividend, bonus, etc."

**b. The following new sub-clause 5 to 7 inserted after existing sub-clause 4 in Clause III(a):**

5. To carry on the business of asset management in India or abroad, for equity commodities, bullions, artworks or any other product and for that purpose to devise, formulate, market and distribute schemes and plans for raising funds, devise various schemes for raising funds in any manner from individual, bodies corporate, trusts, societies, association of persons in India or abroad and to invest funds raised and to acquire, hold, manage, dispose of all or any property or assets and securities in India or abroad for the benefit of the contributory beneficiaries of the trust.
6. To act as trustee and to undertake and execute trusts of all kinds whether public or private including undertaking and carrying on the office or offices and duties of trustee, executor, administrator, attorney or nominee of or for funds of all kinds including mutual funds, offshore funds, pension funds, superannuation funds, provident fund, real estate funds, venture capital funds, debenture holders and to hold the property in trust for the benefit of the beneficiaries of the trust.
7. To carry on activities of depository participant by obtaining necessary membership with authorised depositories and to carry on all the permitted activities ancillary to depository participant services including depository clearing services, custodian clearing services and professional clearing services in India or abroad.

**c. The existing sub-clause 5 to 57 of Clause III(b) be and are hereby renumbered as 8 to 60.**

**RESOLVED FURTHER THAT** the existing Memorandum of Association of the Company, duly modified as aforesaid and approved by the members, be adopted as the Memorandum of Association of the Company.

**RESOLVED FURTHER THAT** the approval of the members of the Company be and is hereby accorded for commencing and carrying on new business and activities as included in the Clause III (Objects Clause) of the Memorandum of Association of the Company altered as above at such time or times as the Board may in its absolute discretion deem fit.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (the "Board" which term shall be deemed to include its committees also) or any officer(s) so authorised by the Board, be and are hereby authorised to do all acts, deeds, matters and things as may, in their absolute discretion, be deemed necessary, expedient, proper or desirable to give effect to the resolution including filings of statutory forms and to settle any matter, question, difficulties or doubts that may arise in this regard and accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies without requiring the Board to secure any further consent or approval of the Members of the Company; and that the Members of the Company are hereby deemed to have given their approval thereto expressly by the authority of this resolution and acts and things done or caused to be done shall be conclusive evidence of the authority of the Company for the same."

**By order of the Board**  
**For Anand Rathi Wealth Limited**  
Sd/-  
Nitesh Tanwar  
Company Secretary  
M. No. FCS-10181

**Place:** Mumbai

**Date:** July 12, 2023

**Registered Office:**

Express Zone, A Wing, 10<sup>th</sup> Floor,

Western Express Highway, Goregaon (East), Mumbai – 400063

## NOTES:

1. The Explanatory Statement pursuant to the provisions of Sections 102 of the Companies Act, 2013 ("**the Act**") read with the rules framed thereunder ("**Rules**") stating material facts and reasons for the proposed resolution is annexed hereto for your consideration.
2. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories/RTA.

The Members may note that this Postal Ballot Notice will also be available on the Company's website, <https://anandrathiwealth.in/> and websites of the Stock Exchanges where the equity shares of the Company are listed i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively and on the website of Link Intime, the agency engaged by the Company for providing the facility of Remote e-voting to the Members of the Company at <https://instavote.linkintime.co.in>.

3. Members who have not registered their e-mail addresses with the Company/Depositories/RTA and wish to receive the Postal Ballot Notice and / or cast their votes through remote e-voting, may register the same by completing the process for registration of e-mail address as under :

|                         |   |
|-------------------------|---|
| <b>Physical Holding</b> | For the Shareholders holding shares in physical mode, who have not registered/updated their e-mail addresses and mobile numbers with the Company are requested to furnish their e-mail addresses and mobile numbers to the Company's Registrars and Share Transfer Agent, Link Intime India Private Limited, C – 101, 247 Park, LBS Marg, Vikhroli West, Mumbai - 400083; Telephone: +91- 022-49186270; Fax: +91- 022-49186060; Email: <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a> ; Website: <a href="http://www.linkintime.co.in">www.linkintime.co.in</a> |
| <b>Demat Holding</b>    | By contacting Depository Participant (" <b>DP</b> ") and registering e-mail address and mobile number in demat account, as per the process advised by the DP.   |

4. Further, the Resolution, if passed by Shareholders with requisite majority, shall be deemed to have been passed on Sunday, August 27, 2023, being the last day of remote e-voting. Results of voting shall be declared within 2 working days from the time of conclusion of the remote e-voting.
5. The documents referred to in the Notice and the Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 are available on the website of the Company <https://anandrathiwealth.in/> to facilitate online inspection till the last date of Remote e-voting. The documents shall also be available for inspection at the Registered Office of the Company between 03.00 P.M. to 05.00 P.M. on all days except for Saturday and Sunday till the last date of Remote e-voting. Members who wish to inspect the documents are requested to send an e-mail to [csarwsl@rathi.com](mailto:csarwsl@rathi.com) mentioning their name, Folio No. / Client ID and DP ID, and the documents they wish to inspect in this regard.
6. Voting rights of the Shareholders shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on Friday, July 21, 2023 ("**Cut-off date**"). Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date will be entitled to cast their votes by Remote e-voting. A person who is not a Member as on the Cut-off date should treat this Postal Ballot Notice for information purposes only. The Remote e-voting period will commence from 9.00 a.m. (IST) on Saturday, July 29, 2023 and will end at 5.00 p.m. (IST) on Sunday, August 27, 2023. The Remote e-voting module shall be disabled by Link Intime thereafter. Once the vote on the resolution is cast by the Member, he/she shall not be allowed to change it subsequently.

## 7. The instructions for Remote e-voting are as under:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

### 1. Individual Shareholders holding securities in Demat mode with NSDL

- a. 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 name i.e. **LINKINTIME** and you will be redirected to “**InstaVote**” website for casting your vote during the remote e-Voting period.
- b. 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/SecureWebIdeasDirectReg.jsp>
- c. 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 name i.e. **LINKINTIME** and you will be redirected to “**InstaVote**” website for casting your vote during the remote e-Voting period.

### 2. Individual Shareholders holding securities in Demat mode with CDSL

- a. Existing users who have opted for Easi / Easiest, can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasinew/home/login> or [www.cdslindia.com](http://www.cdslindia.com) and click on New System Myeasi.
- b. After successful login of Easi/Easiest the user will be able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to “**InstaVote**” website for casting your vote during the remote e-Voting period.
- c. If the user is not registered for Easi/ Easiest, option to register is available at <https://web.cdslindia.com/myeasinew/Registration/EasiRegistration>
- d. Alternatively, the user can directly access e-Voting page by providing Demat account number and PAN No. from a link in [www.cdslindia.com](http://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 provided links for the respective ESP i.e. **LINKINTIME**. Click on **LINKINTIME** and you will be redirected to “**InstaVote**” website for casting your vote during the remote e-Voting period.

3. **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 name i.e. LINKINTIME and you will be redirected to “InstaVote” website for casting your vote during the remote e-Voting period.

**Login method for Individual shareholders holding securities in physical form is given below:**

Individual Shareholders of the company, holding shares in physical form as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details: -
  - A. User ID: Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company.
  - B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
  - C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)
  - D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

\*Shareholders/ members holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above.

  - Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).
  - Click “confirm” (Your password is now generated).
3. Click on ‘Login’ under ‘SHARE HOLDER’ tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’.

**Cast your vote electronically:**

1. After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).



4. After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

#### Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

#### Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 – 4918 6000.

#### Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 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 22 55 33 |

#### Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company.

## Individual Shareholders holding securities in Demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password, are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participant's website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

## Other Instructions:

1. The Scrutinizer shall, immediately after the conclusion of voting through Remote e-voting unblock the votes cast through Remote e-voting and issue, not later than 48 hours of conclusion of the Remote e-voting, a scrutinizer's report of the total votes cast in favour and against, if any, to the Chairman of the Company or any person authorised by him.
2. The said results along with the Scrutinizer's Report would be intimated to National Stock Exchange of India Limited and BSE Limited, where the equity shares of the Company are listed. Additionally, the results will also be uploaded on the Company's website <https://anandrathiwealth.in/> and on the website of LIPL at <https://instavote.linkintime.co.in/>. Further, the results shall be displayed on the Notice Board of the Company at its Registered Office as well as Corporate Office for at least 3 days from the date of declaration of voting results.
3. For any query connected with the Resolution proposed to be passed by means of Postal Ballot through Remote e-voting, members may contact Company's Registrar & Share Transfer Agent (RTA), Link Intime India Private Limited (LIPL), C – 101, 247 Park, LBS Marg, Vikhroli West, Mumbai - 400083; Telephone: +91-022-49186270; Fax: +91-022-49186060; Email: [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in) or Mr. Nitesh Tanwar, Company Secretary and Compliance Officer of the Company by sending email at [csarwsl@rathi.com](mailto:csarwsl@rathi.com) or call at +91-022-62817000, Address: Express Zone, A Wing, 10th Floor, Western Express Highway, Goregaon (East), Mumbai - 400063.

## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND SECRETARIAL STANDARD-2 ON GENERAL MEETINGS FORMING PART OF THE NOTICE

### Item No. 1

Considering the future plans for expanding the business activities of the Company, the Company intends to act as portfolio managers, managers of investment funds, mutual funds and other activities more specifically described in the proposed Main Objects of the Memorandum of Association of the Company, so that the Company can maximize its opportunities given the current market scenario giving a headway in commencing operations in the said field. Therefore, it is proposed to amend the Clause III (Objects Clause) of Memorandum of Association by incorporating new sub-clauses providing for the proposed business activities to enable the Company to carry out its activities more conveniently in terms of Section 13 of the Companies Act, 2013.

In order to carry out alteration of Main Objects Clause i.e. Clause III(A) of the Memorandum of Association of the Company by way of insertion of new sub-clause 3 in place and substitution of existing sub-clause 3 and incorporation of new sub-clause 5, 6 and 7 therein and consequent re-numbering of existing sub-clause 5 to 57 to 8 to 60, a special resolution pursuant to Section 13(1) and other applicable provisions of the Companies Act, 2013 read with Rule 29(2) of the Companies (Incorporation) Rules 2014, will have to be passed by the shareholders of Company.

The Board of Directors of the Company at its meeting held on 12<sup>th</sup> July, 2023 approved the above mentioned alteration in Main Objects Clause i.e. Clause III(A) of the Memorandum of Association and recommended the same for approval of the Shareholders of the Company.

Under the provisions of Companies Act, 2013 and relevant rules, any alteration to the Memorandum of Associates of the Company is required to be approved by the shareholders in general meeting by means of a special resolution. The Board accordingly seeks your approval for above mentioned alteration in Main Objects Clause i.e. Clause III(A) of the Memorandum of Association by means of special resolution as required under the Act.

Copy of altered Memorandum of Association of the Company is available for inspection by members at the registered office of the Company during business hours i.e. 11.00 A.M. to 05.00 P.M.

None of the Directors or Key Managerial Personnel or their relatives are concerned or interested in these resolutions, except as shareholders in general.

**By order of the Board**  
For **Anand Rathi Wealth Limited**

Sd/-  
Nitesh Tanwar  
Company Secretary  
M. No. FCS-10181

Place: Mumbai  
Date: July 12, 2023

**Registered Office:**  
Express Zone, A Wing, 10<sup>th</sup> Floor,  
Western Express Highway, Goregaon(E).  
Mumbai – 400063