

Date: 28.09.2026

To,
The Manager (Listing)
The BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

The Manager (Listing)
The National Stock Exchange of India Ltd
“Exchange Plaza”
Bandra-Kurla Complex
Mumbai – 400 051

Company Code: 514274 (BSE)

Company Code: VGL (NSE)

Dear Sir/ madam,

Sub: Intimation of Postal Ballot Notice pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), please find enclosed herewith the Postal Ballot Notice along with the Explanatory Statement (“Notice”) dated Friday, September 25, 2026 (“Notice”), pursuant to applicable provisions of the Companies Act, 2013 read with the Listing Regulations, seeking approval of the Members of the Company by way of remote electronic voting (“e-voting”) in respect of the special business as set out in the Postal Ballot Notice.

The Postal Ballot Notice is being sent electronically to those Members whose e-mail addresses are registered with the Company, its Registrar and Transfer Agent (“RTA”) or the Depositories as on Friday, September 25, 2026 (“Cut-off Date”).

The Company has engaged the services of National Securities Depository Limited (“NSDL”), for providing remote e-voting facility to all members. The e-voting facility will be available during the following period:

Commencement of e-voting: 9:00 a .m. (1ST) on Thursday, October 1, 2026

End of e-voting: 5:00 p.m. (1ST) on Friday, October 30, 2026

The Postal Ballot Notice is also available on the Company's website at <https://varveeglobal.com/investor-relations/>.

Kindly take the same on your record.

**Thanking you,
Yours faithfully,
For, Varvee Global Ltd,
(Formerly known as Aarvee Denims and Exports Ltd)**

**Jaimin Kailash Gupta
Chairman and Managing Director
DIN: 06833388**



VARVEE GLOBAL LIMITED

(Formerly known as Aarvee Denims And Exports Limited)

CIN: L13121GJ1988PLC010504

Regd. Office: 188/2, Ranipur Village, Opp. CNI Church, Narol, Ahmedabad – 382 405, Gujarat, India

Phone: +91 9879597904; E-Mail: cs@varveeglobal.com, Website: www.varveeglobal.com

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

Notice is hereby given pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or reenactment thereof for the time being in force) and pursuant to other applicable laws and regulations and the Listing Agreement, the resolution being forwarded herewith are proposed to be passed through Postal Ballot only by voting through electronic means ("remote e- voting"). Communication of assent or dissent of the Members would take place only through the remote e-voting system.

The Scrutinizer will submit his report to the duly authorized person of the Company after the receipt of assent or dissent of the Members by remote e-voting only. The result of the Postal Ballot shall be declared by Chairperson or any other duly authorized person of the Company on or before **Tuesday, November 3, 2026**. The voting results will be communicated to the stock exchanges, depositories, registrar and share transfer agents and shall also be displayed on the Company's website on or before **Tuesday, November 3, 2026** and will be intimated to the Stock Exchanges where the shares of the Company are listed i.e. National Stock Exchange of India Limited and BSE Limited (BSE) in accordance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board of Directors of the Company now propose to obtain the consent of the members by way of Postal Ballot for the matters as considered in the Resolutions appended below. The Explanatory Statement pursuant to Section 102 of the Act pertaining to the said Resolutions setting out material facts and the reason for the Resolutions are also annexed.

You are requested to peruse the proposed Resolutions along with their respective Explanatory Statement and thereafter record your assent or dissent by means of remote e-voting facility provided by the Company.

The remote e-voting period commences from 9.00 a.m. (IST) on Thursday, October 1, 2026 and ends at 5.00 p.m. (IST) on Friday, October 30, 2026. The Scrutinizer will submit his report to the Chairperson of the Company, or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced on or before **Tuesday, November 3, 2026.****SPECIAL BUSINESS:**

1. APPROVAL FOR SUB-DIVISION/ SPLIT OF EQUITY SHARES 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 61(1)(d), 64 and other applicable provisions of the Companies Act, 2013 (“the Act”), the Companies (Share Capital and Debentures) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) [including any statutory modification(s), notifications, circulars issued thereunder or re-enactment(s) thereof, for the time being in force], in accordance with the Memorandum and Articles of Association of the Company and subject to such permissions, consents and approvals as may be required from concerned statutory authorities, the consent of the member be and is hereby accorded for sub-division/ split of existing equity shares of the Company, such that 1 (one) equity share having face value of Rs. 5/- (Rupees Five only) each, fully paid-up, be subdivided/split into 2.5 (Two and half) equity share having face value of Rs. 2/- (Rupees Two only) each, fully paid-up ranking pari- passu in all respects with effect from such date as may be fixed for this purpose (“Record Date”) by the Board (hereinafter the term ‘Board’, shall be deemed to encompass any committee formed by the Board, including those constituted by the Board subsequently of the Company.

RESOLVED FURTHER THAT pursuant to the Sub-division/split of Equity Shares of the Company, the Authorized, Issued, Subscribed and Paid-up Equity Shares of face value of Rs. 5/- (Rupees Five) each existing on the Record date to be fixed by the Board of Directors of the Company (which shall include any Committee thereof), shall stand sub-divided into 2.5 (Two and half) equity shares having face value of Rs. 2/- (Rupees Two) each fully paid up, the details of pre and post sub-division of equity share capital is as given below:

RESOLVED FURTHER THAT on sub-division, 2.5 (Two and half) equity shares having face value of Rs.2 /- (Rupees two only) each be allotted in lieu of the existing 1 (One) Equity Share of face value of Rs. 5/- each subject to the terms of the Memorandum and Articles of Association of the Company and shall rank pari - passu in all respects with the existing fully paid Equity Share of Rs. 5 /- each of the Company and shall be entitled to participate in the dividend to be declared by the Company after the sub-divided equity shares are allotted.

RESOLVED FURTHER THAT upon Sub-Division of face value of Equity Shares, as aforesaid, the existing share certificate(s) in relation to the existing Equity Shares of the nominal value of Rs. 5/- (Rupees Five only) each held in physical form shall be deemed to have been automatically cancelled and be of no effect on and from the “Record Date” to be fixed by the Company and Company may without requiring the surrender of existing share certificate(s) directly issue and dispatch the new share certificate(s) of the Company, in lieu thereof, subject to the provisions of the Companies Act, 2013, Companies (Share Capital and Debentures) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time read with other applicable provisions,

if any and in the case of members who hold the Equity Shares/ opt to receive the sub-divided Equity Shares in dematerialized form, the subdivided Equity Shares of nominal value of Rs.2 /- (Rupees two only) each shall be credited to the respective beneficiary account of the members with their respective depository participants and the Company shall undertake such Corporate Action(s) as may be necessary in relation to the existing Equity Shares of the Company.

RESOLVED FURTHER THAT any one of the Directors, Chief Financial Officer, Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to:(a) execute and file any necessary applications, declarations, and other documents with stock exchanges, depositories, Registrar and Transfer Agents and/or any other statutory authority(ies), if any; (b) Execute necessary corporate actions with the depositories to effect the split of equity shares (b) cancel the existing physical share certificates; (c) sign and issue new Share Certificates of Equity Shares of the face value of Rs.2/- (Rupees Two) each in lieu of the old/existing Share Certificates; (d) settle any question or difficulty that may arise with regard to the sub-division of the Shares as aforesaid or for any matters connected herewith or incidental hereto; and (e) do all such acts, deeds, things, including all other matters incidental thereto in order to implement the foregoing resolution.”

2. APPROVAL FOR ALTERATION OF THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION 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 Sections 13, 61 and all other applicable provisions, if any, of the Companies Act, 2013 read with relevant Rules framed thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) read with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and other applicable laws, rules and regulations for the time being in force, if any, prescribed by any relevant authorities from time to time and such other approvals, consents, permissions and sanctions as may be necessary from the concerned authorities or bodies, the approval of the members of the company be and is hereby accorded to alter and substitute the existing Capital Clause (Clause V) of the Memorandum of Association of the Company with the following New Clause V:

V. “The Authorised Share Capital of the Company is Rs. 50,00,00,000/- (Rupees Fifty Crores only) divided into 17,50,00,000 (Seventeen Crore Fifty Lakh only) equity share of Rs. 2/- (Rupees Two only) each and 1,50,00,000 (One Crore Fifty Lacs only) Cumulative Redeemable Non- Convertible Preference Shares of Rs. 10/- (Rupees Ten only) each”

“**RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, the Board or any Committee constituted by the Board thereof be and is hereby authorized to give such directions, as may in their absolute direction deem necessary, proper or desirable, to apply for requisite approvals, sanctions of the statutory or regulatory authorities, as may be required, to sign, execute necessary applications, papers, documents, undertakings and other declarations for submission with stock exchanges, Registrar of Companies, Registrar & Share Transfer Agents, depositories and/or any other regulatory or statutory authorities in connection with the amendment of Memorandum of Association of the Company and to settle any questions, doubts or difficulties that may arise in this regard.”

Registered Office:
188/2, Ranipur Village,
Opp. CNI Church, Narol,
Ahmedabad – 382 405,
Gujarat, India

CIN: L13121GJ1988PLC010504
Tel. No. +91-9879597904
Website: www.varveeglobal.com
E-mail: cs@varveeglobal.com

Place: Ahmedabad

Date : September 25, 2026

By Order of the Board of Directors
Sd/-
Jaimin Kailash Gupta
Chairman and Managing Director
[DIN: 06833388]

Notes:

1. The explanatory statement and reasons for the proposed resolution pursuant to Section 102 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (“The Rules”) setting out material facts is annexed herewith and forms part of this notice of Postal Ballot.
2. The Board has appointed Mr. Tapan Shah, Practicing Company Secretary (ICSI membership number: FCS [4476], certificate of practice number: [2839], as the scrutinizer (“**Scrutinizer**”) for conducting the Postal Ballot by remote e-voting process in a fair and transparent manner.
3. This Postal Ballot Notice is being sent to the members whose names appear on the register of members / list of beneficial owners as received from the National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) as **on Friday, September 25, 2026** in accordance with the provisions of the Companies Act, 2013, read with Rules made thereunder and Ministry of Corporate Affairs, Government of India’s General Circular No. 17/2020, General Circular No. 19/2021 and General Circular No. 20/2021. A person who is not a member as on the cut-off date should treat this Postal Ballot Notice for informational purposes only.
4. Members may note that this Postal Ballot Notice will also be available on the Company’s website i.e. <https://varveeglobal.com/investor-relations/shareholders-information/shareholders-meeting-postal-ballot/>
5. The Resolutions, if passed by requisite majority, will be deemed to have been passed on the last date of remote e-voting i.e. **Friday, October 30, 2026** in terms of Secretarial Standard – 2 on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India.
6. In compliance with provisions of Section 108 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, and General Circular Nos. 14/2020 and 17/2020 dated 8th April 2020 and 13th April 2020, General Circular No. 19/2021 and General Circular No. 20/2021 dated 08.12.2021 respectively issued by the Ministry of Corporate Affairs (MCA) **the Company is pleased to offer e-voting facility to its Members holding equity shares as on Friday, September 25, 2026 being the cut-off date, to exercise their right to vote electronically on the above resolutions.**
7. The voting rights for the Equity Shares of the Company are one vote per equity share, registered in the name of the member. The voting rights of the members shall be in proportion to the percentage of paid-up share capital of the Company held by them, which will be determined on the basis of the paid-up value of shares registered in the name of each member as on **Friday, September 25, 2026.**
8. In compliance with Sections 108 and 110 of the Act and the rules made thereunder, the Company has provided the facility to members to exercise their votes electronically and to vote on

the resolutions through the remote e-voting service facility arranged by NSDL. The instructions for electronic voting are annexed to this Postal Ballot Notice.

9. The Scrutinizer will submit his report to Chairperson or any other person authorized by the Chairperson after the completion of scrutiny, and the result of the remote e-voting by Postal Ballot will be announced by the Chairperson or any director of the Company duly authorized, **on or before Tuesday, November 3, 2026** and will also be displayed on the Company website <https://varveeglobal.com/investor-relations/shareholders-information/shareholders-meeting-postal-ballot/> and will be intimated to the Stock Exchanges where the shares of the Company are listed i.e. National Stock Exchange of India Limited and BSE Limited (BSE) in accordance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

10. Members can also contact to Ms. Pooja Khakhi, Company Secretary and Compliance Officer of the company to resolve any grievances with regard to remote e-voting by Postal Ballot. Address: - 188/2, Ranipur Village, Opp. CNI Church, Narol, Ahmedabad – 382 405, Gujarat, India. Email Id: cs@varveeglobal.com ,Phone number – +91-9879597904.

11. All the material documents referred to in the explanatory statement will be available for inspection at the registered office of the Company during office hours on all working days from the date of dispatch until the last date for receipt of votes by remote e-voting.

12. A member cannot exercise his vote by proxy on Postal Ballot.

13. The Scrutinizer's decision on the validity of the postal ballot shall be final and binding.

14. In compliance with Sections 108 and 110 of the Companies Act, 2013 and the Rules made thereunder, the Company has provided the facility to the Members to exercise their votes electronically and vote on the resolution through the remote e-voting service facility arranged by NSDL. The instructions for electronic voting are given in this Notice. **The remote e-voting period commences from 9.00 a.m. (IST) on Thursday, October 1, 2026 and ends at 5.00 p.m. (IST) on Friday, October 30, 2026.** E-Voting shall not be allowed beyond the said time and date.

15. In accordance with Regulation 44 (1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Rule 22 of the Rules, the Company is pleased to offer remote e-voting facility to shareholders through such e-voting system. Notice of this Postal Ballot has been sent to all the shareholders who have registered their e-mail id's with the Company or the Registrar and Transfer Agent/ Depository Participants. Necessary arrangements have been made by the Company with National Securities Depository Limited (NSDL)

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	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. 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. 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 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.

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

 **App Store**  **Google Play**



Individual Shareholders holding securities in demat mode with CDSL

1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.

2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. 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.

3. 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. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on 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 also 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.

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

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at 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 shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

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 folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
 - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - 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 etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to info@tapanshah.in with a copy marked to evoting@nsdl.com. 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 Pallavi Mhatre 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 cs@varveeglobal.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@varveeglobal.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

Explanatory Statement

Pursuant to section 102 and 110 of the Companies Act, 2013 read with rule 22 of the Companies (Management and Administration) rules, 2014.

Item No. 1 & 2:

The Equity Shares of the Company are listed and traded on the National Stock Exchange of India Limited (“NSE”) and BSE Limited (“BSE”). With a view to enhancing the liquidity of the Company’s Equity Shares and facilitating greater participation of retail investors by making the Equity Shares more affordable and accessible for investment, the Board of Directors of the Company, at its meeting held on Friday, September 25, 2026, has considered and approved, subject to the approval of the Members of the Company, the sub-division/splitting of the existing fully paid-up Equity Shares of the Company having a face value of ₹5/- (Rupees Five Only) each into such number of fully paid-up Equity Shares having a face value of ₹2/- (Rupees Two Only) each, ranking pari passu in all respects with the existing Equity Shares of the Company.

The Record Date for determining the Members entitled to receive the sub-divided/split Equity Shares shall be fixed by the Board of Directors of the Company, including any Committee thereof, after obtaining the approval of the Members for the proposed sub-division/splitting of the Equity Shares and completion of all applicable statutory and regulatory formalities.

The proposed sub-division/splitting of the Equity Shares will not result in any change in the aggregate amount of the Authorised, Issued, Subscribed and Paid-up Equity Share Capital of the Company. The sub-division/splitting will only result in a corresponding increase in the number of Equity Shares and a reduction in the face value of each Equity Share, without any change in the aggregate amount of the respective Share Capital of the Company. The pre and post sub-division/splitting Share Capital structure of the Company is set out below:

Type of Capital	Pre-Sub -Division Share Capital Structure			Post Sub-Division Share Capital Structure		
	No of Equity shares	Face Value	Total Share Capital (Rs.)	No of Equity shares	Face Value	Total Share Capital (Rs.)
Authorized equity Share Capital	7,00,00,000	5	35,00,00,000	17,50,00,000	2	35,00,00,000
Issued and Subscribed equity share Capital	5,15,28,678	5	25,76,43,390	12,88,21,695	2	25,76,43,390
Paid Up equity share Capital	5,15,28,678	5	25,76,43,390	12,88,21,695	2	25,76,43,390

In case of fractional shares, if any, arising out of abovementioned sub-division/split, the Board of Directors will make suitable arrangements / adjustments (including rounding off fraction to nearest one) to deal with such fractions for the benefit of the eligible Members, including but not limited to aggregating / consolidating the total number of new equity shares representing such fractions to a person(s) to be appointed by the Board of Directors who would hold them in trust for such Members and shall, as soon as possible, sell such whole equity shares at the prevailing market rate and the net sale proceeds of such equity shares, after adjusting the cost and the expense in respect thereof, be distributed among such Members who are entitled to such fractions in the proportion of their respective fractional entitlements.

The proposed sub-division/splitting of the Equity Shares under Item No. 1 of this Notice will also require consequential alteration of the existing Clause V ("Capital Clause") of the Memorandum of Association of the Company, as set out under Item No. 2 of this Notice, to reflect the revised face value and corresponding number of Equity Shares of the Company. The proposed sub-division/splitting of the Equity Shares shall not result in any reduction in the aggregate amount of the Share Capital of the Company.

Accordingly, the consent of the Members is being sought by way of Ordinary Resolutions for the sub-division/splitting of Equity Shares as set out under Item No. 1 and for the consequential alteration of the Capital Clause of the Memorandum of Association of the Company as set out under Item No. 2.

A copy of the Memorandum of Association of the Company, along with the proposed amendments and other requisite documents, shall be available for inspection by the Members at the registered office of the Company during working hours on all working days, except public holidays, as well as in electronic mode. Members may inspect the same by sending a request through email to cs@varveeglobal.com up to the last date of e-voting.

None of the Directors, Key Managerial Personnel of the Company and their respective relatives are, in any way, concerned or interested, financially or otherwise, in the proposed Resolutions set out under Item Nos. 1 and 2 of this Notice, except to the extent of their respective shareholding, if any, in the Company.

Accordingly, the Board recommends passing of the Resolutions set out in Item No. 1 and 2 of the accompanying Notice as an Ordinary Resolutions.

Registered Office:
188/2, Ranipur Village, Opp. CNI Church, Narol,
Ahmedabad – 382 405, Gujarat, India

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Tel. No. +91 9879597904
Website: www.varveeglobal.com
E-mail: cs@varveeglobal.com

Place: Ahmedabad
Date : September 25, 2026

By Order of the Board of Directors
Sd/-
Jaimin Kailash Gupta
Chairman and Managing Director
[DIN: 06833388]