

Date: 23rd October, 2026

To,
Listing Department
BSE Limited
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400001

Scrip Code: 531677

ISIN: INE588E01026

Sub: Intimation of Postal Ballot Notice.

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose the Postal Ballot Notice for seeking approval of the members in relation to the following resolutions:

Sr. No	Particulars	Resolution Type
1.	Sub-Division of Equity Shares of the Company;	Ordinary Resolution
2.	Alteration of Capital Clause of the Memorandum of Association of the Company;	Ordinary Resolution
3.	Appointment of Mr. Kunal Khaitan (DIN: 11186134) as Non-Executive Independent Director;	Special Resolution
4.	Appointment of Ms. Hemant Kumar (DIN:11599649) as Non-Executive Independent Director;	Special Resolution
5.	Approval for making Loans, Investments, Giving Guarantees and Providing Securities under Section 186 of the Companies Act, 2013;	Special Resolution
6.	Approval for Granting Loans, Giving Guarantees or Providing Securities under Section 185 of the Companies Act, 2013;	Special Resolution

In accordance with the applicable laws and circulars issued by Ministry of Corporate Affairs, the said notice is being sent electronically to all the members whose names appear in the Register of Members / list of Beneficial Owners and whose email addresses are registered with depositories /depository participants as on the cut-off date i.e. Friday, 16th October, 2026.

Aris International Limited

CIN No. L29130MH1995PLC249667

🌐 www.arisinternational.in ✉ arisintltd@gmail.com ☎ +91 8291375872

Office No: WeWork Oberoi Commerz II, 20th Floor, CTS No. 95, 4B, 3 & 4, 590, Off W. E. Highway, Oberoi Garden City, Goregaon East (D2), Mumbai – 400063, Maharashtra



The Company has engaged the services of Central Depository Services (India) Limited (“CDSL”) to provide e-voting facility. The remote e-voting period shall commence on Friday, 23rd October, 2026 at 09:00 A.M. and shall end on Saturday, 21st November, 2026 at 5:00 P.M. (IST).

Kindly take the same on record.

Thanking you,
Yours Faithfully,

For **Aris International Limited**

DINESH
PARMESWAR
DHANGARE

Digitally signed by
DINESH PARMESWAR
DHANGARE
Date: 2026.10.23
17:39:31 +05'30'

Mr. Dinesh Dhangare

Director

DIN: 11418438

Enclosures: As above

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NOTICE OF POSTAL BALLOT

NOTICE OF POSTAL BALLOT TO THE MEMBERS OF ARIS INTERNATIONAL LIMITED PURSUANT TO SECTIONS 108 AND 110 AND OTHER APPLICABLE PROVISIONS 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 Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the “Rules”), Clause 16 of Secretarial Standard-2 on General Meetings (“SS-2”) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), read with General Circular No. 03/2025 dated September 22, 2025, General Circular No. 09/2024 dated September 19, 2024, General Circular No. 09/2023 dated September 25, 2023, General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 20/2020 dated May 05, 2020 issued by the Ministry of Corporate Affairs (collectively referred to as the “MCA Circulars”), and any other applicable provisions of the Act, Rules, Regulations, Circulars and Notifications (including any statutory modification(s), clarification(s) or re-enactment(s) thereof for the time being in force), to transact the items of Special Business as set out in this Postal Ballot Notice, proposed to be passed by the Members of Aris International Limited (“the Company”) through Postal Ballot by way of remote e-voting only.

The Board of Directors of the Company has appointed Mr. Ajay Yadav, Proprietor of M/s. Ajay Yadav & Associates, Practising Company Secretary (COP: 27919 and Membership No. ACS 75958), as the Scrutinizer for conducting the Postal Ballot through remote e-voting process in a fair and transparent manner.

The results along with the Scrutinizer’s Report shall be communicated to BSE Limited, where the Equity Shares of the Company are listed, and shall also be placed on the website of the Company at www.arisinternational.in and on the website of CDSL. The Company shall also display the results at its Registered Office in accordance with the applicable provision.

In compliance with the requirements of the MCA Circulars, the Company will send the Postal Ballot Notice by email only to those Members whose email addresses are registered with the Company / Depository Participants / the Company’s Registrar and Share Transfer Agent, i.e., Maheshwari Datamatics Private Limited (“RTA”). The communication of assent or dissent of the Members shall take place only through the remote e-voting system. Accordingly, no physical copy of the Postal Ballot Notice, Postal Ballot Form or pre-paid business reply envelope is being sent to the Members.

Members are requested to carefully read the instructions contained in this Postal Ballot Notice and record their assent (FOR) or dissent (AGAINST) only through the remote e-voting process. The remote e-voting period shall commence on Friday, 23rd October, 2026 at 09:00 A.M. and shall end on Saturday, 21st November, 2026 at 5:00 P.M. (IST). Members shall not be permitted to cast their votes beyond the said date and time and the remote e-voting facility shall be disabled by Central Depository Services (India) Limited (“CDSL”) immediately thereafter.

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After completion of the scrutiny of the votes cast through remote e-voting, the Scrutinizer shall submit his Report to the Chairman or any other person authorised by the Board of Directors of the Company. The results of the Postal Ballot along with the Scrutinizer's Report shall be declared on or before Monday, 23rd November, 2026.

The results, together with the Scrutinizer's Report, shall be placed on the website of the Company at www.arisinternational.in, on the website of CDSL, and shall also be communicated to BSE Limited ("BSE"), where the Equity Shares of the Company are listed. The Company shall also display the results of the Postal Ballot at its Registered Office.

The Board of Directors of the Company proposes to obtain the consent of the Members by way of Postal Ballot through remote e-voting for the matters set out in the Resolutions appended below.

The Explanatory Statement pursuant to Sections 102 and 110 and other applicable provisions, if any, of the Companies Act, 2013, setting out the material facts and reasons in respect of the proposed Resolutions, is annexed hereto. Members are requested to carefully peruse the proposed Resolutions together with the Explanatory Statement and thereafter record their assent or dissent through the remote e-voting facility provided by the Company.

SPECIAL BUSINESSES:

1. Sub-Division of Equity Shares of the Company;

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

"RESOLVED THAT pursuant to the provisions of Sections 61(1)(d), 64 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder and Regulation 42 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and subject to such approvals, consents, permissions and sanctions as may be necessary from the concerned authorities and subject to the provisions of the Memorandum and Articles of Association of the Company, consent of the Members of the Company be and is hereby accorded for sub-division/split of each Equity Share of the Company having face value of Rs. 10/- (Rupees Ten Only) per Equity Share into 2 (Two) Equity Shares having face value of Rs. 5/- (Rupees Five Only) each, fully paid-up, ranking pari passu in all respects with effect from such Record Date as may be fixed by the Board of Directors of the Company (hereinafter referred to as the "Board", which expression shall include any Committee thereof).

RESOLVED FURTHER THAT upon sub-division of the Equity Shares of the Company as aforesaid, all the authorised, issued, subscribed and paid-up Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each existing on the Record Date shall stand sub-divided into Equity Shares of face value of Rs. 5/- (Rupees Five Only) each.

RESOLVED FURTHER THAT upon sub-division of the Equity Shares as aforesaid and with effect from the Record Date:

1. In respect of Equity Shares held in physical form, the existing share certificate(s) representing Equity Shares of face value of Rs. 10/- each shall be deemed to have been automatically cancelled and shall be of no effect. The corresponding sub-divided Equity Shares shall be credited and maintained in a separate Suspense Escrow Demat Account of the Company, in lieu of the physical shareholding, in accordance with the applicable SEBI Regulations, circulars and other prevailing laws and guidelines.
2. With regard to Equity Shares held in dematerialised form, the sub-divided Equity Shares of face value of Rs. 5/- (Rupees Five Only) each shall be credited proportionately into the respective beneficiary accounts of the Members maintained with their Depository Participants, in lieu of the existing credits in respect of the Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each existing prior to such sub-division.

RESOLVED FURTHER THAT the Board of Directors of the Company (which expression shall also include a Committee thereof) and Company Secretary of the Company be and are hereby severally authorized to fix the Record Date and to take such steps and actions as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and/or incidental thereto, and to execute all deeds, applications, documents and writings that may be required on behalf of the Company and further to do all such acts, deeds, matters and things, from time to time, as may be necessary, proper, expedient or incidental for the purpose of giving effect to this Resolution.”

2. Alteration of Capital Clause of the Memorandum of Association of the Company:

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

“**RESOLVED THAT** subject to and consequent upon the passing of the Ordinary Resolution set out at Item No. 1 of this Notice, pursuant to the provisions of Sections 13, 61 and other applicable provisions of the Companies Act, 2013, read with relevant Rules made thereunder (including any statutory modifications or re-enactments thereof, for the time being in force), and subject to receipt of such other approvals, consents and permissions as may be required from concerned statutory authorities and subject to such other conditions and modifications as may be prescribed or imposed while granting such approvals, approval of the Members of the Company be and is hereby accorded to alter the existing Clause V of the Memorandum of Association of the Company by substituting it with the following new Clause V:

“V. The Authorised Share Capital of the Company is 5,00,00,000 Equity Shares of Rs. 5/- each aggregating to Rs. 25,00,00,000/-.”

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, to give such directions as they may in their absolute discretion deem necessary, proper or desirable, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard, including execution and filing of all the relevant documents with the Registrar of Companies, Stock Exchanges, Registrar and Transfer Agent, Depositories and other appropriate authorities, in due compliance of the applicable rules and regulations, and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved.”

3. Appointment of Mr. Kunal Khaitan (DIN: 11186134) as Non-Executive Independent Director;

*To consider and if thought fit, to pass with or without modifications, the following resolution as a **Special Resolution**:*

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and 161 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, and applicable provisions of the SEBI Listing Regulations, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Kunal Khaitan (DIN: 11186134), who was appointed as an Additional Director in the category of Non-Executive Independent Director of the Company with effect from 16th October, 2026 and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, be and is hereby appointed as a Non-Executive Independent Director of the Company for a term of five (5) consecutive years commencing from 16th October, 2026 up to 15th October, 2031, not liable to retire by rotation.

RESOLVED FURTHER THAT any Director of the Company, be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution, including filing of necessary forms with the Registrar of Companies and to make such modifications as may be required by any statutory authority.”

4. Appointment of Ms. Hemant Kumar (DIN: 11599649) as Non-Executive Independent Director;

*To consider and if thought fit, to pass with or without modifications, the following resolution as a **Special Resolution**:*

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and 161 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, and applicable provisions of the SEBI Listing Regulations, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Ms. Hemant Kumar (DIN: 11599649) who was appointed as an Additional Director in the category of Non-Executive Independent Director of the Company with effect from 16th October, 2026 and who has submitted a declaration that she meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, be and is hereby appointed as a Non-Executive Independent Director of the Company for a term of five (5) consecutive years commencing from 16th October, 2026 up to 15th October, 2031, not liable to retire by rotation.

RESOLVED FURTHER THAT any Director of the Company, be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution, including filing of necessary forms with the Registrar of Companies and to make such modifications as may be required by any statutory authority.”

5. Approval for making Loans, Investments, Giving Guarantees and Providing Securities under Section 186 of the Companies Act, 2013:

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

“RESOLVED THAT pursuant to the provisions of Section 186 of the Companies Act, 2013 (“Act”) read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Act (including any modification or re-enactment thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions as may be necessary, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to (i) give any loan to any person or other body corporate; (ii) give any guarantee or provide any security in connection with a loan to any other body corporate or person and (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, as they may in their absolute discretion deem beneficial and in the interest of the Company, subject however that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, in future, provided that the aggregate amount of loans, investments, guarantees and securities made, given or provided by the Company shall not exceed Rs. 50,00,00,000/- (Rupees Fifty Crores Only) at any point of time, notwithstanding that such aggregate may exceed the limits specified under Section 186(2) of the Companies Act, 2013.

RESOLVED FURTHER THAT any Director of the Company and Company Secretary of the Company, be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution, including filing of necessary forms with the Registrar of Companies and to make such modifications as may be required by any statutory authority.”

6. Approval for Granting Loans, Giving Guarantees or Providing Securities under Section 185 of the Companies Act, 2013:

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

“RESOLVED THAT pursuant to Section 185 and other applicable provisions of the Companies Act, 2013 (“Act”) approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to advance any loan, including any loan represented by a book debt to, or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the Directors of the Company is interested, subject to the provisions of Sections 185 and 186 of the Companies Act, 2013, for an amount not exceeding Rs. 50,00,00,000/- (Rupees Fifty Crores Only) at any point of time.

RESOLVED FURTHER THAT the aforesaid limit of Rs. 50,00,00,000/- shall form part of and be within the overall limit approved by the Members under Item No. 5 pursuant to Section 186 of the Companies Act, 2013 and shall not be in addition thereto;

RESOLVED FURTHER THAT the loans advanced by the Company as mentioned above shall be utilized by the borrowing entity for the purpose of their respective principal business activities;

RESOLVED FURTHER THAT any Director of the Company and Company Secretary of the Company, be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution, including filing of necessary forms with the Registrar of Companies and to make such modifications as may be required by any statutory authority.”

By Order of the Board
For Aris International Limited

Sd/-

Mr. Dinesh Dhangare
Director
DIN: 11418438

Date: 22-10-2026

Place: Mumbai

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING

Step 1 Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on Friday, 23rd October, 2026 at 09:00 A.M. and ends on Saturday, 21st November, 2026 at 05:00 P.M. (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, 16th October, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholder's/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to the aforesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	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 to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 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 or joining virtual meeting & voting during the meeting. Additionally, there are 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 & My Easi New (Token) 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 an 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 with NSDL Depository	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.

	2) If the user is 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 3) 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 held 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 and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 4) 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you 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 and you will be redirected to e-Voting service provider website 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. CDSL and NSDL.

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Login type	Helpdesk details
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
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 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(iv) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.

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Details OR Date of Birth (DOB)	If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.
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- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant Aris International Limited on which you choose to vote.
- (ix) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to Scrutinizer for verification.

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CIN No. L29130MH1995PLC249667

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Office No: WeWork Oberoi Commerz II, 20th Floor, CTS No. 95, 4B, 3 & 4, 590, Off W. E. Highway, Oberoi Garden City, Goregaon East (D2), Mumbai – 400063, Maharashtra

(xvi) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delinked in case of any wrong mapping.
- It is mandatory that a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the Scrutinizer to verify the same.
- Alternatively, Non - Individual shareholders are mandatorily required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at csaj.associates74@gmail.com and to the Company at the email address viz; arisintltd@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the Scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

- a. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), Aadhaar (self-attested scanned copy of Aadhaar Card) by email to Company/RTA email ID.
- b. For Demat shareholders - Please update your email ID & mobile no. with your respective Depository Participant (DP)
- c. For Individual Demat shareholders – Please update your email ID & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, AVP, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futrex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911

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NOTES:

1. The relevant Explanatory Statement pursuant to the provisions of Sections 102 and 110 of the Companies Act, 2013 (“Act”) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”), setting out the material facts and reasons for the proposed resolutions contained in this Postal Ballot Notice, is annexed hereto and forms part of this Notice.
2. In compliance with the provisions of the Act, the Rules and the applicable circulars issued by the Ministry of Corporate Affairs (“MCA Circulars”), this Postal Ballot Notice along with instructions regarding remote e-voting is being sent only through electronic mode to those Members whose names appear in the Register of Members/List of Beneficial Owners maintained by the Depositories as on Friday, 16th October, 2026 and whose e-mail addresses are registered with the Company/Depository Participant(s).
3. The Company has engaged Central Depository Services (India) Limited (“CDSL”) for providing remote e-voting facility to its Members.
4. The remote e-voting period shall commence on Friday, 23rd October, 2026 at 9:00 A.M. (IST) and shall end on Saturday, 21st November, 2026 at 5:00 P.M. (IST). During this period, Members holding shares either in physical form or in dematerialised form as on the cut-off date may cast their votes electronically. The remote e-voting facility shall be disabled by Central Depository Services (India) Limited (“CDSL”) immediately thereafter and voting shall not be allowed beyond the said date and time.
5. The voting rights of the Members shall be reckoned in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date fixed for the purpose of Postal Ballot.
6. Pursuant to the applicable provisions of the Act, Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is sending this Postal Ballot Notice only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depository Participant(s). Members who have not yet registered their e-mail addresses are requested to register/update the same with their respective Depository Participant(s) in case of shares held in dematerialised form and with Maheshwari Datamatics Private Limited, Registrar and Share Transfer Agent of the Company, in case of shares held in physical form. Members may also write to the Company at arisinltd@gmail.com for any assistance in this regard.
7. The resolutions, if approved by the requisite majority of the Members through Postal Ballot by remote e-voting, shall be deemed to have been passed on the last date specified for remote e-voting, i.e. Saturday, 21st November, 2026 in accordance with the provisions of the Companies Act, 2013 and the Rules made thereunder.

A Member cannot exercise his/her vote through proxy on a Postal Ballot. Accordingly, the appointment of proxies by Members for the purpose of voting on the resolutions set out in this Postal Ballot Notice is not permitted.

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8. Pursuant to the applicable provisions of the Companies Act, 2013, the Rules framed thereunder, the MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, an advertisement regarding completion of dispatch of the Postal Ballot Notice and availability of remote e-voting facility shall be published in one English newspaper having nationwide circulation and one vernacular newspaper in the language of the region where the Registered Office of the Company is situated, containing the prescribed particulars.
9. In case of any queries or grievances relating to the Postal Ballot Notice or remote e-voting, Members may contact Maheshwari Datamatics Private Limited, the Registrar and Share Transfer Agent of the Company, Central Depository Services (India) Limited (“CDSL”), or write to the Company.
10. The Postal Ballot Notice is also available on the website of the Company at www.arisinternational.in, on the website of BSE Limited at www.bseindia.com and on the website of CDSL at www.evotingindia.com.
11. All documents referred to in this Postal Ballot Notice and the Explanatory Statement shall be available for inspection electronically by the Members without any fee from the date of circulation of this Notice up to the last date of remote e-voting. Members seeking to inspect such documents may send an email request to arisintltd@gmail.com mentioning their name, folio number/DP ID and Client ID.
12. The results of the Postal Ballot shall be announced on or before two working days from the conclusion of the remote e-voting process. The results along with the Scrutinizer's Report shall be displayed on the website of the Company at www.arisinternational.in, on the website of CDSL at www.evotingindia.com and shall also be submitted to BSE Limited in accordance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The results shall also be displayed at the Registered Office of the Company.

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013, FORMING PART OF THE NOTICE

As required under Section 102(1) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 this Explanatory Statement contains relevant and material information, as detailed herein, to enable the Members to consider for approval of the Resolution Nos. 1 to 6.

Item No. 01: Sub-Division of Equity Shares of the Company;

The Equity Shares of the Company are listed and traded on BSE Limited ("BSE"). With a view to enhance liquidity in the capital market, widen the shareholder base and make the Equity Shares of the Company more affordable and accessible to small and retail investors, the Board of Directors of the Company, at its meeting held on 22nd October, 2026, considered and approved the sub-division/split of each existing Equity Share of the Company having a face value of Rs. 10/- (Rupees Ten Only) each, fully paid-up, into 2 (Two) Equity Shares having a face value of Rs. 5/- (Rupees Five Only) each, fully paid-up, ranking pari passu in all respects, subject to the approval of the Members and such other statutory and regulatory approvals as may be required.

The proposed sub-division/split of Equity Shares will not result in any change in the aggregate amount of the Authorised Share Capital or the Issued, Subscribed and Paid-up Share capital of the Company and will also not affect the proportionate shareholding or voting rights of any Member of the Company.

Further, the Articles of Association of the Company and the applicable provisions of the Companies Act, 2013 permit the sub-division of Equity Shares subject to approval of the Members. The Record Date for determining the entitlement of Members pursuant to the proposed sub-division/split shall be fixed by the Board of Directors of the Company, including any Committee thereof, after obtaining the approval of the Members.

The Pre and Post Sub-Division Share Capital Structure of the Company shall be as follows:

Type of Share Capital	Pre subdivision share capital			Post subdivision share capital		
	No. of Equity Shares	FV	Total Share Capital	No. of Equity Shares	FV	Total Share Capital
Authorised Share Capital	2,50,00,000	Rs. 10/- each	Rs. 25,00,00,000/-	5,00,00,000	Rs. 5/- each	Rs. 25,00,00,000/-
Issued, Subscribed and Paid Share Capital	15,00,000	Rs. 10/- each	Rs. 1,50,00,000/-	30,00,000	Rs. 5/- each	Rs. 1,50,00,000/-

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The proposed sub-division/split will not involve any change in the total amount of the Authorised Share Capital or the Issued, Subscribed and Paid-up Share capital of the Company.

Further, all rights and entitlements attached to the Equity Shares, including voting rights, dividend entitlement and other rights of the Members, shall remain unchanged and shall continue on a proportionate basis after the sub-division/split.

In the opinion of the Board, the proposed sub-division/split of the Equity Shares is in the interest of the Company and its Members and is expected to improve liquidity and facilitate wider participation in the Equity Shares of the Company.

None of the Directors, Key Managerial Personnel of the Company and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed Resolution, except to the extent of their respective shareholding, if any, in the Company.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 01 of the accompanying Notice for approval of the Members.

Item No. 02: Alteration of Capital Clause of the Memorandum of Association of the Company

Consequent upon the proposed sub-division of each Equity Share of face value of Rs. 10/- each into 2 (Two) Equity Shares of face value of Rs. 5/- each, it is necessary to alter the Capital Clause of the Memorandum of Association of the Company to reflect the revised number and face value of the Equity Shares.

Accordingly, the existing Capital Clause of the Memorandum of Association is proposed to be substituted to provide for an Authorised Share Capital of Rs. 25,00,00,000/- divided into 5,00,00,000 Equity Shares of Rs. 5/- each.

The alteration will not result in any change in the aggregate amount of the Authorised Share Capital of the Company.

None of the Directors, Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the proposed Resolution, except to the extent of their respective shareholding, if any, in the Company.

The Board recommends the Ordinary Resolution set out at Item No. 02 of the accompanying Notice for approval of the Members.

Item No. 03: Appointment of Mr. Kunal Khaitan (DIN: 11186134) as Non-Executive Independent Director;

Mr. Kunal Khaitan was appointed as an Additional Director in the category of Non-Executive Independent Director of the Company with effect from 16th October, 2026 pursuant to the provisions of the Companies Act, 2013 and SEBI Listing Regulations.

He holds office as an Additional Director and is eligible for appointment as an Independent Director of the Company, subject to the approval of the Members.

The Company has received a notice in writing under Section 160 of the Companies Act, 2013 proposing the candidature of Mr. Kunal Khaitan for the office of Director.

The Company has received all necessary declarations, consents and confirmations including confirmation of independence and non-disqualification under the Companies Act, 2013 and SEBI Listing Regulations.

The Board of Directors and Nomination and Remuneration Committee are of the opinion that Mr. Kunal Khaitan possesses the requisite qualifications, experience, integrity and expertise for appointment as Non-Executive Independent Director of the Company.

Except Mr. Kunal Khaitan and/or his relatives, none of the Directors, Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the proposed resolution.

Accordingly, the Board recommends the Resolution set out at Item No. 3 of the accompanying Notice for approval of the Members.

Item No. 04: Appointment of Ms. Hemant Kumar (DIN:11599649) as Non-Executive Independent Director;

Ms. Hemant Kumar was appointed as an Additional Director in the category of Non-Executive Independent Director of the Company with effect from 16th October, 2026 pursuant to the provisions of the Companies Act, 2013 and SEBI Listing Regulations.

She holds office as an Additional Director and is eligible for appointment as an Independent Director of the Company, subject to the approval of the Members.

The Company has received a notice in writing under Section 160 of the Companies Act, 2013 proposing the candidature of Ms. Hemant Kumar for the office of Director.

The Company has received all necessary declarations, consents and confirmations including confirmation of independence and non-disqualification under the Companies Act, 2013 and SEBI Listing Regulations.

The Board of Directors and Nomination and Remuneration Committee are of the opinion that Ms. Hemant Kumar possesses the requisite qualifications, experience, integrity and expertise for appointment as Non-Executive Independent Director of the Company.

Except Ms. Hemant Kumar and/or her relatives, none of the Directors, Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the proposed resolution.

Accordingly, the Board recommends the Resolution set out at Item No. 4 of the accompanying Notice for approval of the Members.

Item No. 05: Approval for making Loans, Investments, Giving Guarantees and Providing Securities under Section 186 of the Companies Act, 2013:

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

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

In view of the aforesaid, it is proposed to take approval under Section 186 of the Companies Act, 2013, by way of special resolution, up to a limit of Rs.50,00,00,000/- (Rupees Fifty Crores only), as proposed in the Notice. The above proposal is in the interest of the Company.

None of the Directors, Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the proposed Resolution, except to the extent of their respective shareholding, if any, in the Company.

The Board recommends the Resolution as set out at Item No. 05 for approval by the Members of the Company as a Special Resolution.

Item No. 06: Approval for Granting Loans, Giving Guarantees or Providing Securities under Section 185 of the Companies Act, 2013:

Pursuant to Section 185(2) of the Companies Act, 2013 ("the Act"), the Company may advance any loan, including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the Directors of the Company is interested, subject to approval of the Members by way of a Special Resolution and subject to the borrowing entity utilising such loan for its principal business activities.

Any loan so advanced shall be utilised by the borrowing entity for its principal business activities and shall carry interest at a rate not lower than the prevailing yield of one-year, three-year, five-year or ten-year Government Security closest to the tenor of the loan, as applicable under Section 186(7) of the Companies Act, 2013.

The interest of any Director, KMP and/or their relatives, if any, shall depend upon their respective interest in the borrowing entity and appropriate disclosures shall be made as required under applicable law.

The limit of Rs. 50,00,00,000/- under Section 185 shall form part of, and shall not be in addition to, the overall limit approved under Section 186 under Item No. 5.

The Board recommends the Resolution as set out at Item No. 06 for approval by the Members of the Company as a Special Resolution.

By Order of the Board
For Aris International Limited

Sd/-

Mr. Dinesh Dhangare
Director
DIN: 11418438

Date: 22-10-2026

Place: Mumbai

Annexure- I

Details of Directors seeking Appointment

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India]

Name	Mr. Kunal Khaitan	Ms. Hemant Kumar
DIN	11186134	11599649
Current Designation	Additional Director (Non-Executive Independent Director)	Additional Director (Non-Executive Independent Director)
Nationality	Indian	Indian
Date of Birth	26/07/1991	01/11/1981
Age	35 Years	44 Years
Date of first appointment on the Board	16/10/2026	16/10/2026
Qualifications	Graduate	Graduate
Brief Profile	Mr. Kunal Khaitan is a motivated and dedicated individual with a keen interest in law, corporate governance, legal compliance and organizational development. He possesses good analytical, research and communication skills, together with a sound understanding of basic legal terminology and corporate conduct. He is committed to ethical practices, transparency, responsible governance and long-term value creation for stakeholders. He has also qualified the Online Proficiency Self-Assessment Test conducted for the Independent Directors Databank.	Ms. Hemant Kumar is a corporate professional with exposure to company law, governance and compliance matters. She has also qualified the Online Proficiency Self-Assessment Test conducted for the Independent Director's Databank, reflecting her understanding of the regulatory and governance framework applicable to independent directors. She has previously served on the Board of Raigarh Trading Co. Limited and possesses an interest in responsible governance, regulatory compliance and effective Board oversight.
List of Directorship held in all the Companies	Central Cables Limited	Colab Platforms Limited
Membership/ Chairmanship of Committees of Board of Directors in all the Companies	Central Cables Limited - Audit Committee - Member - Nomination and Remuneration Committee - Member - Stakeholders Relationship Committee - Member	Colab Platforms Limited - Audit Committee - Chairperson - Nomination and Remuneration Committee - Chairperson - Stakeholders Relationship Committee - Member
Listed entities from which the person has resigned in the past 3 years	Nil	Nil
Shareholding in the Company	Nil	Nil

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Number of Board Meetings attended during the year (since appointment)	1	1
Relationship between directors <i>inter se</i> and other KMP of the Company	Not related to any Director	Not related to any Director
Terms and conditions of appointment	Appointed as a Non-Executive Independent Director of the Company for a term of five (5) consecutive years commencing from 16th October, 2026 up to 15th October, 2031, not liable to retire by rotation, subject to the provisions of the Companies Act, 2013, SEBI Listing Regulations and other applicable laws.	Appointed as a Non-Executive Independent Director of the Company for a term of five (5) consecutive years commencing from 16th October, 2026 up to 15th October, 2031, not liable to retire by rotation, subject to the provisions of the Companies Act, 2013, SEBI Listing Regulations and other applicable laws.
Last Drawn remuneration	Nil	Nil
Remuneration sought to be paid	Nil	Nil
Skills and capabilities required / Justification for appointment	Legal and regulatory knowledge, analytical ability and governance oversight relevant to the role of Independent Director.	Governance experience, strategic perspective, leadership ability and effective Board oversight relevant to the role of Independent Director.
Affirmation that the Director being appointed is not debarred from holding the Office of Director by virtue of any order of SEBI or any other such Authority.	Mr. Kunal Khaitan is not debarred from holding the office of Director by virtue of any order of SEBI or any other such authority. The Nomination and Remuneration Committee and the Board of Directors of the Company have also confirmed the same.	Ms. Hemant Kumar is not debarred from holding the office of Director by virtue of any order of SEBI or any other such authority. The Nomination and Remuneration Committee and the Board of Directors of the Company have also confirmed the same.

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