ARCEE INDUSTRIES LIMITED
Regd. Off. & Works : 7th K.M. Barwala Road, Talwandi Rana, Hisar-125 001, INDIA
Ph. : 01662-276178 Mobile : 98120-20111/40111/40222 Fax : 01662-276145
E-Mail : arceeind@rediffmail.com CIN: L29120HR1992PLC031681

To, **Date**:16th July, 2026
BSE Limited,
20th Floor, P.J.Towers,
Dalal Street, Mumbai – 400 001.

Scrip Code: 520121
Scrip Symbol: ARCEEIN
ISIN: INE276D01012

Sub: Notice of Extra-Ordinary General Meeting of the Company.

Dear Sir / Madam,

We would like to inform that the Extra-Ordinary General Meeting ("EGM") of the Company is scheduled to be held on Monday, August 10, 2026 at 04.00 P.M. at the Registered Office of the Company at 7th K.M Barwala Road, Talwandi Rana Hisar (Haryana) -125001. Pursuant to the provisions of Regulation 30 and other applicable provisions of the SEBI (LODR) Regulations, 2015, please find enclosed herewith the Notice convening the EGM together with the explanatory statement.

The aforesaid Notice is also uploaded on the Company's website i.e., www.arceeindustries.in. In compliance with the provisions of Companies Act, 2013 and rules framed thereunder and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has fixed the following dates in connection with the EGM:

Cut-off date to vote on EGM resolutions	Monday, 3rd August 2026
Commencement of remote e-voting	Wednesday, August 05th , 2026 at 09:00 A.M
Conclusion of remote e-voting EGM	Sunday, August 09th , 2026 at 05:00 P.M
EGM	Monday, 10th August 2026 at 04:00 P.M

We request you to kindly take the above information on record.

Thanking You,

For: ARCEE INDUSTRIES LIMITED

SRISHTI Digitally signed by SRISHTI Date: 2026.07.16 18:09:36 +05'30'

Srishti
Company Secretary & Compliance Officer

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NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT AN EXTRAORDINARY GENERAL MEETING OF THE MEMBERS OF ARCEE INDUSTRIES LIMITED ("COMPANY") WILL BE HELD ON MONDAY, THE 10th DAY OF AUGUST, 2026 AT 04:00 PM TO TRANSACT THE FOLLOWING BUSINESS:

SPECIAL BUSINESS:

1. **RATIFICATION OF ALLOTMENT OF CONVERTIBLE WARRANTS ON PREFERENTIAL BASIS**

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

"RESOLVED THAT pursuant to the provisions of Sections 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Companies (Share Capital and Debentures) Rules, 2014, and in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), approval of the members of the Company in the EoGM dated February 21, 2026, and In-principle approval letter dated June 01, 2026 received from the BSE Limited, the consent of the members of the company be and is hereby accorded for allotment of 2,13,00,000 Convertible Warrants ("Warrants") at an issue price of ₹10.35 per warrant to the persons/entities listed in Annexure A, on preferential basis.

RESOLVED FURTHER THAT the board hereby ratifies and confirms each warrant so allotted shall entitle the holder to apply for and be allotted one (1) equity share of face value 10 each of the Company at a price determined in accordance with applicable laws, within a period of 18 (eighteen) months from the date of allotment of such warrants.

RESOLVED FURTHER THAT the board of the company hereby ratifies and confirm an amount equivalent to at least 25% of the warrant issue price has been received upfront from the allottees and the balance 75% shall be payable at the time of exercise of the option to convert the warrants into equity shares.

RESOLVED FURTHER THAT the warrants and the equity shares to be allotted upon conversion shall be subject to lock-in requirements as prescribed under the SEBI ICDR Regulations.

RESOLVED FURTHER THAT the equity shares arising on conversion of the warrants shall rank pari-passu in all respects with the existing equity shares of the Company.

RESOLVED FURTHER THAT the Board hereby takes note that the Company has received application money from the proposed allottees and accordingly approves the allotment of 2,13,00,000 warrants as per details set out in Annexure A.

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RESOLVED FURTHER THAT any existing Director and/or the Company Secretary, be and is hereby authorized to, file necessary returns with the Registrar of Companies, issue allotment letters and share certificates / credit shares in demat form, make necessary applications to stock exchanges for listing and trading approval as and when required, and to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution.

RESOLVED FURTHER THAT a copy of this resolution certified by any Director or Company Secretary be provided to any authority as may be required."

Annexure A – Details of Allottees

Sr.no	Name of the Proposed Allottees	Category	No. of warrants to be allotted	Consideration Received
1	Ajay Kumar Gupta	Non-Promoter	10,00,000	25,87,500
2	Sourabh Gupta	Non-Promoter	5,00,000	12,93,750
3	Mukul Gupta	Non-Promoter	5,00,000	12,93,750
4	Abhik Gupta	Non-Promoter	5,00,000	12,93,750
5	Virender Gupta	Non-Promoter	5,00,000	12,93,750
6	Ram Babu Gupta	Non-Promoter	10,00,000	25,87,500
7	Parmod Kumar Gupta	Non-Promoter	10,00,000	25,87,500
8	Vivek Garg HUF	Non-Promoter	10,00,000	25,87,500
9	SD Investments	Non-Promoter	10,00,000	25,87,500
10	Ram Bilas Mittal	Non-Promoter	10,00,000	25,87,500
11	Anuj Gupta	Non-Promoter	20,00,000	51,75,000
12	Amit Gupta	Non-Promoter	20,00,000	51,75,000
13	NDA Securities Limited - Prop	Non-Promoter	20,00,000	51,75,000
14	Mahendra Chand Singhvi	Non-Promoter	20,00,000	51,75,000
15	BCL Enterprises Limited	Non-Promoter	20,00,000	51,75,000
16	Radha Mittal	Non-Promoter	10,00,000	25,87,500
17	Geeta Kaira	Non-Promoter	1,00,000	2,58,750
18	Sneha Chandi	Non-Promoter	5,00,000	12,93,750
19	Devesh Joshi	Non-Promoter	1,00,000	2,58,750
20	Heeral R	Non-Promoter	1,00,000	2,58,750
21	Urmila Kankaria	Non-Promoter	1,00,000	2,58,750
22	Nitin	Non-Promoter	1,00,000	2,58,750
23	Chetna Kankaria	Non-Promoter	2,00,000	5,17,500
24	Narinder Pal Singh Badyal	Non-Promoter	1,00,000	2,58,750
25	Mayank	Non-Promoter	1,00,000	2,58,750
26	Prabbhat Mishra	Non-Promoter	1,00,000	2,58,750
27	Gobind Rai Verma	Non-Promoter	5,00,000	12,93,750
28	Ramandeep Singh	Non-Promoter	2,00,000	5,17,500
29	Suman Devi	Non-Promoter	1,00,000	2,58,750
		Total	**2,13,00,000**	**5,51,13,750**

2. Appointment of Statutory Auditor of the Company to fill the casual vacancy:

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

"RESOLVED THAT pursuant to the provisions of Section 139(8) of the Companies Act, 2013 read with the Companies (Audit and Auditors Rules), 2014 (the Rules), including any statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to the recommendation and approval of the Audit Committee and Board of Directors through the resolution passed on 27th February, 2026, the consent of shareholders be and is hereby accorded to appoint M/s. CGH & ASSOCIATES, Chartered Accountants (Firm Registration No. 025528C), as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. Jain Mittal Chaudhary & Associates, Chartered Accountants (Firm Registration No. 015140N) with effect from 27th February, 2026.

RESOLVED FURTHER THAT M/s. CGH & ASSOCIATES, Chartered Accountants (Firm Registration No. 025528C), who have furnished their written consent to act as Statutory Auditor of the Company and eligibility certificate to the effect that their appointment is in accordance with the applicable provisions of the Companies Act, 2013, ('the Act') and rules framed thereunder, be and are hereby appointed as the Statutory Auditors of the Company with effect from 27th February, 2026 and that they shall hold the office of the Statutory Auditors of the Company until the conclusion of the Annual General Meeting of the Company pertaining to the Financial Year 2025-26 to conduct the Statutory Audit of the Company for the Financial Year ending 31st March, 2026 and issue the Statutory Audit Report thereon in accordance with the applicable provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on such terms and conditions including remuneration and out-of-pocket expenses, as may be fixed by the Management of the Company, in consultation with the Auditor.

RESOLVED FURTHER THAT Company is hereby authorized to avail other services from the statutory auditor of the Company, in accordance with the applicable statutory laws and requirements, from time to time, which shall be other than the services as mentioned in Section 144 of the Act, at such remuneration as may be mutually agreed between the Board and the Auditor and Board be and is hereby authorized to do the same without any further approval from the members.

RESOLVED FURTHER THAT any of the Directors and Company Secretary of the Company be and are hereby severally authorized to file the necessary forms and returns with the Registrar of Companies, to do all acts, deeds, matters and things as considered necessary and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolutions."

For & On Behalf of the Board of Directors
Arcee Industries Ltd

Sd/-
Srishti
(Company Secretary & Compliance Officer)
M.No: A57983

Date: 15.07.2026
Place: Hisar, Haryana

NOTES:

1. The statements pursuant to Section 102(1) of the Companies Act, 2013, in respect of the special business set out in the notice and Secretarial Standard on General Meetings (SS-2), wherever applicable, are annexed hereto.

2. A member entitled to attend and vote at this Extra – Ordinary General Meeting (EGM) is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and such proxy need not be a member of the Company. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report.

3. All documents referred to in the Notice will be available for inspection at the Registered Office of the Company during business hours on working days up to the date of the EGM.

4. Members/proxies/authorized representatives are requested to bring their copies of Notice and produce duly filled in attendance slip at the entrance of the venue. Members holding shares in Demat form shall write their DP ID and Client ID and those holding in Physical form shall write their Folio No. in the attendance slip for attending the meeting. Copies of Notice will not be provided at the meeting.

5. Corporate members intending to send their authorized representatives to attend the meeting are requested to send at Company's Registered Office, a certified copy of the board resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.

6. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged with the Company, at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

7. Members may also note that the Notice of the Extra Ordinary General Meeting is available on the Company's website i.e. www.arceeindustries.in.

8. Notice of the EGM is being sent through electronic mode to those members whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Members may note that this Notice will also be available on the Company's website at www.arceeindustries.in , websites of the Stock Exchanges, i.e., BSE Limited at www.bseindia.com. To support 'Green Initiative', members who have not registered their email addresses are requested to register the same with the Company's Registrar and Share Transfer Agent/ their Depository Participants in respect of shares held in physical/electronic mode, respectively.

9. Members are requested to intimate immediately, any change in their address or bank mandates to their depository participants with whom they are maintaining their demat accounts or to the Company's Registrar and Transfer Agent, M/s. MAS Services Limited, if the shares are held by them in physical form.

10. Members may please note that SEBI has made Permanent Account Number (PAN) as the sole identification number for all participants transacting in the securities market, irrespective of the amount of such transactions. SEBI has also made it mandatory for submission of PAN in the following cases: (i) Deletion of name of the deceased member(s) (ii) Transmission of shares to the legal heir(s) and (iii) Transposition of shares. Further, the Members are requested to kindly note that as per SEBI circular bearing no SEBI/HO/MIRSSD_ RTAMB/PCIR/2021/655 dated 3rd November, 2021, it is mandatory for Members holding shares in physical form to register their PAN, KYC details, Bank Particulars and Nomination against their folio no. PAN is also required to be linked to Aadhar No. by the Members to be considered as valid PAN. Members are requested to provide Form ISR1, ISR2, Nomination Form duly filled and signed along with the hard copy of the following self-attested documents to RTA for registration against their respective folio(s):

• Identity Proof: Copy of PAN Card/ Aadhar Card
• Address Proof: Copy of Aadhar Card/ Passport/ Client Master List/ Utility Bill not over 3 months old
• Bank Details: Copy of the cancelled cheque stating the name of the Member as account holder Contact Details: Mobile no., email ID
• Nomination: Please provide Form SH13 duly filled and signed to RTA.

In the absence of any of the above information registered against your folio no., your folio no. will be frozen for any updation/ dividend payment as per the direction under the aforesaid Circular.

Instructions and other information relating to remote e-voting are as under:

11. Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the meeting ('remote e-voting').

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12. The facility for voting by poll shall also be made available at the EGM and the Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right to vote at the EGM by poll. Poll is conducted under the supervision of the Scrutinizer appointed for the remote e-voting and poll. Scrutinizer decision on validity of votes will be final. The Chairman shall at the meeting, at the end of the discussion on the resolutions on which voting is to be held, allow voting with the assistance of Scrutinizer, by use of Polling Paper for all those members who are present at the meeting but have not cast their votes by availing the remote e-voting facility.

13. The Company has engaged the services of National Securities Depository Limited ("NSDL") as the Agency to provide e-voting facility.

14. The Company has appointed Mr. Chandan Jha, a Practicing Company Secretary (Membership No. :A62350), who in the opinion of the Board is a duly qualified person, as a Scrutinizer who will scrutinize the voting process in a fair and transparent manner. The Scrutinizer shall submit her report of the votes cast in favour or against, if any, to the Chairman of the Company within 2 working days of the completion of EGM.

15. The cut-off date for the purpose of remote e-voting and voting at the EGM shall be Monday, August 3rd, 2026. The voting right of members shall be in proportion to their shares in the paid-up equity share capital of the Company as on Cut-off date.

16. Any person, who become a member of the Company after dispatch of the Notice of the meeting and holding shares as on the cut-off date i.e. 3rd August, 2026 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or RTA.

17. The remote e-voting period begins on Monday, August 3, 2026 at 09.00 A.M. and ends on Sunday, August 9, 2026 at 05.00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Monday, August 3, 2026 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

The Members who have cast their vote by remote e-voting prior to the EGM may also attend the EGM but shall not be entitled to cast their vote again.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and remote e-voting user manual for shareholders available at the download section of https://www.evoting.nsdl.com or call on toll free no.: 1800-222-990.

18. The process and manner for remote e-voting are as under

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. 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. 2. 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 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 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. 4. 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. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/loginor www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL.** Click on **NSDL** to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.
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.co.inor call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 022- 23058738 or 022-23058542-43

B) Login Method for e-Voting shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

<u>How to Log-into NSDL e-Voting website?</u>

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 ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password 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 user 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, your 'initial password' is communicated to you on your postal address.

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.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

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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 Now you are ready for e-Voting as the Voting page opens.
3. 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.
4. Upon confirmation, the message "Vote cast successfully" will be displayed.
5. You can also take the printout of the votes cast by you by clicking on the point option on the confirmation page.
6. 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 cschandanjha.95@gmail.com with a copy marked to evoting@nsdl.co.in. 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 UserDetails/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 toll free no.: 1800-1020-990 and 1800 22 44 30 or send a request to Sh. Ankur Mittal/ Sh. Narendra Dev at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories/ company 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 arceeind@rediffmail.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 arceeind@rediffmail.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.co.infor 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 OF THE COMPANIES ACT, 2013 IN RESPECT OF THE SPECIAL BUSINESS TO BE TRANSACTED:

ITEM NO.1 Ratification of Allotment of Convertible Warrants on Preferential Basis.

The Members of the Company had, by way of a Special Resolution passed at the Extraordinary General Meeting held on 21st February 2026, approved the issuance **of 2,13,00,000 (Two Crore Thirteen Lakh) Convertible Warrants** on a preferential basis in accordance with the provisions of Sections 42 and 62(1)(c) of the Companies Act, 2013, the applicable rules made thereunder and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations").
Pursuant to the aforesaid approval, the Company received the In-Principle Approval from BSE Limited vide its letter dated June 01, 2026 for the proposed preferential issue.

Thereafter, the Board of Directors, at its Meeting held on July 06, 2026, allotted 2,13,00,000 Convertible Warrants at an issue price of ₹10.35 (Rupees Ten and Thirty-Five Paise only) per warrant, aggregating to ₹22,04,55,000 (Rupees Twenty-Two Crore Four Lakh Fifty-Five Thousand only), to the persons/entities whose details are set out in **Annexure A** to the Notice.

In accordance with the provisions of the SEBI ICDR Regulations, the proposed allottees have paid an amount equivalent to 25% of the warrant issue price, aggregating to ₹5,51,13,750 (Rupees Five Crore Fifty-One Lakh Thirteen Thousand Seven Hundred Fifty only), at the time of allotment. The balance 75% of the issue price shall be payable by the warrant holders at the time of exercising the option for conversion of the warrants into equity shares, within a period of 18 (Eighteen) months from the date of allotment.

Each Convertible Warrant entitles the holder to apply for and obtain one Equity Share of the Company having a face value of ₹10/- each upon payment of the balance consideration. The equity shares arising on conversion of the warrants shall rank pari passu in all respects with the existing equity shares of the Company and shall be subject to the applicable lock-in and other conditions prescribed under the SEBI ICDR Regulations and other applicable laws.

As a matter of abundant caution and to maintain the highest standards of corporate governance and regulatory compliance, the Board considers it appropriate to seek ratification of the allotment of the aforesaid Convertible Warrants by the Members of the Company.

The Board of Directors accordingly recommends the Special Resolution of the accompanying Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company and 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.

ITEM NO.2 Appointment of Statutory Auditor of the Company to fill the casual vacancy:
M/s. Jain Mittal Chaudhary & Associates, Chartered Accountants (Firm Registration No. 015140N) have tendered their resignation as Statutory Auditors w.e.f. 29th January, 2026 citing preoccupation as the reason for their resignation. This has resulted into a casual vacancy in the office of Statutory Auditors of the Company as envisaged by Section 139(8) of the Companies Act, 2013. Casual vacancy caused by the resignation of auditor shall be approved by the shareholders in General Meeting of the Company.

Accordingly, the Audit Committee and the Board of Directors of the Company recommended through the resolution passed on 29th January, 2026, the appointment of M/s. CGH & ASSOCIATES, Chartered Accountants (Firm Registration No. 025528C), as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. Jain Mittal Chaudhary & Associates and to conduct the Statutory Audit of the Company for the Financial Year ending 31st March, 2026 and issue the Statutory Audit Report thereon in accordance with the applicable provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Accordingly, shareholders' approval by way of Ordinary resolution is sought in this Extra Ordinary General Meeting./

M/s. CGH & ASSOCIATES, Chartered Accountants (Firm Registration No. 025528C), have conveyed their consent for being appointed as the Statutory Auditors of the Company along with a confirmation that, and their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013 and shall satisfy the criteria as provided under section 141 of the Companies Act, 2013. The Board of Directors of the Company recommends the passing of the resolution in Item No. 2 of the notice as ordinary resolution.

None of the Directors or Key Managerial Persons of the Company (including their relatives), except to the extent of their shareholding in the Company, are concerned or interested in the said resolution.

The details required to be disclosed under provisions of Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are as under:

ARCEE INDUSTRIES LIMITED
Regd. Off. & Works : 7th K.M. Barwala Road, Talwandi Rana, Hisar-125 001, INDIA
Ph. : 01662-276178 Mobile : 98120-20111/40111/40222 Fax : 01662-276145
E-Mail : arceeind@rediffmail.com CIN: L29120HR1992PLC031681

Proposed fees payable to the statutory auditor:
The Board of Directors of the Company, on recommendation of the Audit Committee, and subject to approval of the members of the Company at the EGM, have recommended a fee of INR. 2,25,000/- (Rupees Two Lakh Twenty Five Thousand Only) per annum. The Board of Directors and the Audit Committee shall approve revisions to the remuneration of the statutory auditors. The Board of Directors of the Company (including the Audit Committee of the Board or any officer of the Company authorized by the Board) in consultation with the Statutory Auditors, are authorized to alter and vary the terms and conditions including remuneration of the Statutory Auditors in future subject to compliance with all the applicable provisions of law.

Terms of appointment: The term of appointment shall be from 27th February, 2026 till the conclusion of the Annual General Meeting of the Company pertaining to the Financial Year 2025-26. The Letter of appointment specifying the detailed terms of appointment shall be finalized by the Board of Directors of the Company by taking into consideration the views of the Audit Committee if any. **Material change in the fee payable to auditor:** There is no material change in the fee payable to statutory auditor.

Basis of recommendation for appointment: The company has to appoint the statutory auditor to fill the casual vacancy caused due to resignation of the statutory auditor and accordingly the Board of Directors and Audit Committee, considered appointment of M/s. CGH & ASSOCIATES Chartered Accountants (Firm Registration No. 025528C) as Statutory Auditors on the basis of size and requirements of the Company and approved and recommended the same unanimously for consideration of the members of the Company.

Accordingly, the consent of the Members is sought for passing an Ordinary Resolution as set out in Item No. 2 of the Notice for appointment of Statutory Auditors.

Auditor's credentials: M/s. CGH & ASSOCIATES, Chartered Accountants (Firm Registration No. 025528C) was set up in the year 2018 and has more than 5 years of experience in the profession. The firm has expertise in the areas of Audit, Due Diligence, Accounting Outsourcing, Taxation (Direct and Indirect), Company Law Matters for both domestic and foreign companies, Management Consultancy, Fixed Assets Verification, Information System Audit and FEMA.

For & On Behalf of the Board of Directors
Arcee Industries Ltd

Sd/-
Srishti
(Company Secretary & Compliance Officer)
M.No: A57983

Date: 15.07.2026
Place: Hisar, Haryana

ARCEE INDUSTRIES LIMITED

Regd. Off. & Works : 7th K.M. Barwala Road, Talwandi Rana, Hisar-125 001, INDIA
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E-Mail : arceeind@rediffmail.com CIN: L29120HR1992PLC031681

ROUTE MAP TO THE VENUE OF EXTRA-ORDINARY GENERAL MEETING