

Date: 05/09/2025

To,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G-Block
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400 051
Email: cmllist@nse.co.in
NSE Symbol: **AARTECH**

To,
BSE Limited
The Corporate Relationship Dept.
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai – 400 001
Email: corp.relations@bseindia.com
BSE Scrip Code: **542580**

Dear Sir/Ma'am

Sub: Notice of 43rd Annual General Meeting (AGM) of the Company

This is to inform that the 43rd AGM of the Company will be held on Tuesday, September 30, 2025 at 11:00 A.M (IST) through video conferencing ("VC")/Other Audio-Visual Means ("OAVM"). The venue of the meeting shall be deemed to be the Registered Office of the Company situated at E-2/57, Ashirwad, Arera Colony, Bhopal, 462016, Madhya Pradesh, India.

Pursuant to Regulation 30(6) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we are submitting herewith Notice of the 43rd Annual General Meeting.

Kindly take the same on your records.

Thanks & Regards,

For Aartech Solonics Limited

K R Tanuj Reddy
Company Secretary & Compliance Officer

**Encl: As above****Address :**

Registered Office : 'Ashirwad', E-2/57, Arera Colony,
Bhopal, Madhya Pradesh, India - 462016

Unit # 1 : 35A/36, Sector-B, Industrial Area, Mandideep,
District Raisen, Madhya Pradesh, India - 462046

Unit # 2 : Near Him Cold Storage, Sector-1A, Parwanoo,
District Solan, Himachal Pradesh, India - 173209

Phone :

+91-99930 91167
+91-73899 24734

Fixed Line :

+91-755-2463593

Website:

www.aartechsolonics.com

Email :

info@aartechsolonics.com
compliance@aartechsolonics.com

CIN :

L31200MP1982PLC002030

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Forty-Third Annual General Meeting (“AGM”) of the members of **Aartech Solonics Limited** (CIN: L31200MP1982PLC002030) (“the Company”) will be held on **Tuesday, the 30th Day of September, 2025** at 11:00 A.M, Indian Standard Time (“IST”), through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”), without the physical presence of the members at a common venue, in compliance with Ministry of Corporate Affairs General Circular No.09/2024 dated September 19, 2024 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133, dated October 3, 2024, to transact the following businesses. The venue of the meeting shall be deemed to be the Registered Office of the Company situated at E-2/57, Ashirwad, Arera Colony, Bhopal, 462016, Madhya Pradesh, India.

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a) the Audited Financial Statements of the Company for the financial year ended 31st March, 2025, together with the Report of the Board of Directors and Auditors’ thereon; and
 - b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2025, together with the Report of the Auditors thereon.
2. To declare final dividend on equity shares at the rate 2.5% [i.e., Re. 0.125/- per Equity Share of Rs. 5/- each] for the financial year ended 31 March, 2025.
3. To appoint a director in place of Mrs. Arati Nath (DIN: 08741034), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers herself for re-appointment.

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 Section 152 and other applicable provisions of the Companies Act, 2013, Mrs. Arati Nath (DIN: 08741034), who retires by rotation at this meeting and being eligible has offered herself for re-appointment, be and is hereby re-appointed as the Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS:

4. To consider and approve re-appointment of Mr. Kshitij Negi (DIN: 09046425) as an Independent Director of the Company for a second term of 5 (five) consecutive years commencing from the conclusion of his existing/current term i.e. 07th February 2026.

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 Sections 149, 150 and 152 and other applicable provisions, if any, read with Schedule IV to the Companies Act, 2013 (‘the Act’) [including any statutory modification(s) or re-

enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, Mr. Kshitij Negi (DIN: 09046425), who was appointed as an Independent Director of the Company for a term of 5 (five) consecutive years commencing from 08th February, 2021 till 07th February, 2026 (both days inclusive) and who being eligible for re-appointment as an Independent Director has given his consent along with a declaration that he meets the criteria for independence under Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and based on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years on the Board of the Company w.e.f conclusion of his existing/ current term i.e. 08th February, 2026 till 07th February, 2031 (both days inclusive).

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing resolutions, the Board (which term shall include any Committee thereof for the time being exercising the powers conferred on the Board by this resolution) be and is hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable, and to settle any question, difficulty or doubt that may arise in respect of aforesaid without being required to seek any further consent or approval of the members of the Company, or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

RESOLVED FURTHER THAT any Director and / or the Company Secretary of the Company be and are hereby jointly / severally authorized to sign such forms/returns as may be required to be submitted to the Registrar of Companies or such other authorities as may be required and to do all the acts, deeds and things which may be necessary to give effect to the above said resolution.”

5. To consider and approve appointment of M/s APVN & Associates (Firm U.C.N P2012MP026900), Practicing Company Secretaries, Bhopal -a peer reviewed firm- as the Secretarial Auditor of the Company for a term of 5 (five) consecutive financial years commencing from financial year 2025-26 to 2029-30 and fix their remuneration.

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 Section 204 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and based on the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, consent of the Members be and are hereby accorded for the appointment of M/s APVN & Associates (Firm U.C.N P2012MP026900), Practicing Company Secretaries, Bhopal -a peer reviewed firm- as the Secretarial Auditor of the Company for a term of 5 (five) consecutive financial years commencing from financial year 2025-26 till the financial year 2029-30, to conduct a Secretarial Audit of the Company and to furnish the Secretarial Audit Report.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to fix the annual remuneration plus applicable taxes and out-of-pocket expenses payable to them during their tenure as the Secretarial Auditors of the Company, as determined by the Audit Committee in consultation with the said Secretarial Auditors.

RESOLVED FURTHER THAT the Board/Committee, be and is hereby authorized to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution.

RESOLVED FURTHER THAT any Director and / or the Company Secretary of the Company be and are hereby jointly / severally authorized to sign such forms/returns as may be required to be submitted to the Registrar of Companies or such other authorities as may be required and to do all the acts, deeds and things which may be necessary to give effect to the above said resolution.”

6. To approve the levy of charges for delivery of any documents to members of the Company through a particular mode as requested by member.

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 Section 20 of the Companies Act, 2013 and the Companies (Incorporation) rules, 2014, and any other applicable provisions, if any, (including any statutory modification(s) (s) or re-enactment(s) thereof, for the time being in force), the consent of the members be and are hereby accorded to charge from the member such fees in advance, equivalent to estimated actual expenses of delivery of the documents to the members through a particular mode of service as requested by such member.

RESOLVED FURTHER THAT such request by the member along with requisite fees shall be duly received by the Company at least 10 days in advance of the dispatch of documents by the Company to the member.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors or Key Managerial Personnels of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to the foregoing resolution.”

**By Order of the Board of Directors of
Aartech Solonics Limited**

**Sd/-
Amit Anil Raje
Chairman & Managing Director
DIN: 00282385
R/o 15, Silver Oak, Green Heights
Gulmohar Colony,
Bhopal 462038 (M.P.)**

**Place: Bhopal
Dated: 05/09/2025**

**Registered Office:
E-2/57, Ashirvad, Arera Colony,
Bhopal- 462016 (M.P.)**

NOTES:

1. The Government of India, Ministry of Corporate Affairs has allowed conducting Annual General Meeting through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) and dispended the personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs (“MCA”) The Ministry of Corporate Affairs (‘MCA’) has, vide its Circular nos. 20/2020, 14/2020, 17/2020, 02/2021, 02/2022, 10/2022, 09/2023, the latest being 09/2024 dated 19th September, 2024 and the Securities and Exchange Board of India (‘SEBI’) vide its circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 and other applicable circulars issued in this regard, (hereinafter collectively referred to as ‘the Circulars’), has permitted, inter alia, the conduct of Annual General Meetings (AGMs) through Video Conferencing/Other Audio- Visual Means (“VC/ OAVM”) facility on or before September 30, 2025, in accordance with the requirements laid down in paragraphs 3 and 4 of the MCA General Circular dated May 5, 2020.
2. In terms of the said circulars, the 43rd Annual General Meeting (“AGM”) of the members of the Company will be held through VC/ OAVM and permitted the holding of the Annual General Meeting (“AGM”) through VC/OAVM, without the physical presence of the members at a common venue. Hence, members can attend and participate in the AGM through VC/OAVM only. The detailed procedure for participation in the AGM through VC/OAVM is set out in this notice of the AGM and available at the Company’s website at www.aartechsolonics.com.
3. **PURSUANT TO THE MCA AND SEBI CIRCULARS RELATED TO HOLD THE ANNUAL GENERAL MEETING OF THE COMPANY THROUGH VIDEO CONFERENCING (“VC”) OR OTHER AUDIO-VISUAL MEANS (“OAVM”), PHYSICAL ATTENDANCE OF THE MEMBERS HAS BEEN DISPENSED WITH AND HENCE THERE IS NO REQUIREMENT FOR THE APPOINTMENT OF PROXIES. THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THE AGM. THE ATTENDANCE SLIP/ROUTE MAP/PROXY FORM ARE NOT ANNEXED TO THIS NOTICE.**
4. The details of technology provide and helpline number regarding any query/assistance for participation/e-voting in the e-AGM through VC/ OAVM are as under:

Name	Ms. Aliya Shaikh
Address	Office No S6-2, 6 th Floor, Pinnacle Business Park, next to Ahura Centre, Mahakali Caves Road, Andheri (East), Mumbai – 400093, Maharashtra, India
Phone no.	+91 8657865972
Email	aliya@bigshareonline.com

5. The attendance of the members participating in the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013. Members who log in to the video conferencing platform using their remote e-voting credentials shall be deemed to be present at the meeting and their attendance will be recorded accordingly.
6. The relevant Explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 related to the Special Business under item no. 4 to 6 of the accompanying notice, to be transacted at the AGM, is annexed hereto. The Statement includes the rationale and recommendation of the Board of Directors for the proposed resolution. Further, the relevant details of the directors seeking appointment/ re- appointment at this AGM as required under Regulation

36(3) of the SEBI (LODR) Regulations, 2015 and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India ('Secretarial Standards') are annexed hereto. Requisite declarations have been received from the directors of the Company seeking appointment/ reappointment.

7. Pursuant to the Circular No. 14/2020 dated 8th April, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorized representatives for attending the AGM through VC/OAVM, participating thereat, and cast their votes through e-voting.
 8. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG format) of its Board or governing body resolution/authorization etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the scrutinizer through its registered email address at apvnpcs@yahoo.com with a copy marked to Registrar and Transfer Agent i.e. Bigshare Services Private Limited, ivote@bigshareonline.com and to the company at compliance@aartechsolonics.com.
 9. In terms of the provisions of Section 152 of the Act, Mrs. Arati Nath (DIN: 08741034), Executive Director of the Company, liable to retire by rotation at the ensuing Annual General Meeting and being eligible offers herself for the re-appointment. The information required to be provided under the SEBI (LODR) Regulations, 2015 and the Secretarial Standards on General Meetings, regarding the directors whose appointment/reappointment/variation in the terms of appointment are proposed and the relevant information in respect of the business under item No. 3 as set out below are annexed hereto.
 10. In case of joint holders, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
 11. The Company's Registrar and Transfer Agents for its Share Registry Work (Physical and Electronic) is **Bigshare Services Private Limited**, having its office at Office No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East), Mumbai - 400093. The email ID for shareholder queries is info@bigshareonline.com, and the website is <https://www.bigshareonline.com/contact.aspx>.
- All shareholder queries or service requests in electronic mode are to be raised only through our website, the link for which is <https://www.bigshareonline.com/contact.aspx>
12. Copies of the financial statements (including Board's report, Auditor's report or other documents required to be attached therewith), such statements shall therefore be sent only by email to the members and to all other persons so entitled. Further, the notice for AGM shall be given only through emails registered with the Company, RTA and email ids provided by the depositories.
 13. In terms of the MCA Circulars and in the view of the Board of Directors, all matters included in this Notice are unavoidable and hence are proposed for seeking approval at this AGM. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM.

14. All documents referred in to the accompanying Notice and the explanatory statement have been uploaded on the website of the Company at www.aartechsolonics.com. All shareholders will be able to inspect all documents referred to in the Notice electronically without any fee from the date of circulation of this notice up to the date of AGM. Any member who seeks to inspect such documents can send an email to compliance@artechsolonics.com upto the date of this AGM i.e. 30th September, 2025.
15. The Members can join the AGM, 15 minutes before and after the scheduled time of the commencement of the AGM by following the procedure as mentioned in the notice of AGM.
16. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 members on a first come first served basis as per the MCA Circulars. However, this restriction shall not apply to large shareholders (shareholders holding 2% or more shareholding), Promoter/Promoter Group, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM **without restriction** on account of first come first served basis.
17. In line with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, the Notice of the AGM along with the Annual Report for the financial year 2024-25 is being sent electronically to those Members whose email addresses are registered with the Company, Depositories, or Registrar and Transfer Agent (RTA) unless a member has specifically requested for a physical copy of the same.

For Members whose email addresses are not registered, the Company/RTA will dispatch a physical letter containing the web link and exact path to access the Notice of AGM and the Annual Report. The said documents are also available on the Company's website at www.aartechsolonics.com and can be accessed on the websites of the Stock Exchanges (BSE Limited) at www.bseindia.com, (National Stock Exchange of India Limited) at www.nseindia.com as well as on the website of Company's Registrar and Transfer Agent, Bigshare Services Private Limited at <https://ivote.bigshareonline.com>.

The Company will also publish an advertisement in the newspapers containing details of the AGM and other relevant information for Members viz. manner of registering e-mail Id., Cut-off date for e-voting, Record Date for payment of dividend, etc

To ensure timely and effective communication, shareholders are requested to update their email ID, postal address, photo, and other KYC details with the RTA/Company at the earliest. In line with the applicable regulations, shareholders are advised to update their details **at least 21 days prior to the date of the AGM**. We request shareholders who have not yet registered their email addresses or updated their KYC details to do so promptly, to facilitate seamless communication and to support the Company's sustainability initiatives

18. **Remote e-Voting:** Pursuant to the provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of Listing Regulations read with SEBI circular dated December 9, 2020 and aforesaid MCA and SEBI Circulars, the Company is providing facility of remote e-voting to its Member through Company's Registrar and Transfer Agent i.e. Bigshare Services Private Limited.

19. **Joining/Attending AGM:** Member will be provided with a facility to attend the AGM through video conferencing platform provided by Bigshare Services Private Limited. Members may access the shareholder's/ member's login by using the remote e-voting credentials.
20. **Voting during the AGM:** Members who are present at the AGM through VC/OAVM and have not cast their vote on resolutions through remote e-voting may cast their vote during the AGM through the e-voting system provided by the Bigshare Services Private Limited during the AGM. Facility to cast vote will be made available on the Video Conferencing screen and will be activated once the Poll is announced at the Meeting.
21. **To speak during the AGM:** Members will be provided with a facility to attend the AGM through video conferencing platform provided by Bigshare Services Private Limited.
22. **Submission of questions/queries prior to the AGM:**
- a) Members desiring any additional information with regard to Accounts/Annual Reports or has any question or query are requested to write to the Company Secretary on the Company's email-id i.e. compliance@aartechsolonics.com **at least 10 days before the date of the AGM**, so as to enable the Management to keep the information ready. Please note that, members questions will be answered only if they continue to hold the shares as of cut-off date.
 - b) In case the shareholders have any queries or issues regarding e-voting, please refer the Frequently Asked Questions ("FAQs") available at <https://ivote.bigshareonline.com>, under download section or send an email to ivote@bigshareonline.com or Call at :- Tel : 1800 22 54 22.
23. The Company has fixed Tuesday, 23rd September, 2025 **as cut-off date** for identifying the members who shall be eligible to vote through remote e-voting facility or for participation and voting at the AGM. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on cut-off date shall be entitled to vote on the resolutions through the facility of Remote e-Voting or participate and vote at the AGM.
24. The Register of Members and the Share Transfer Books of the Company shall remain closed from Wednesday, 24th September, 2025 to Tuesday, 30th September, 2025 (**both day inclusive**) for the purpose of 43rd AGM and eligibility to participate in distribution of Dividend for the Financial Year 2024-25, if approved at this AGM.
25. The Board of Directors have recommended a final dividend of Rs. 0.125/- (One Twenty-Five Paise) i.e. 2.5 % per equity share of ₹ 5/- each for the financial year 2024-25. The dividend on equity shares for the financial year 2024-25, if declared by the shareholder of the Company, will be paid within a period of 30 days from the date of the declaration at the Annual General Meeting.
26. If the final dividend is approved at the AGM, payment of such dividend will be paid to those members whose names appears in the company's Register of Members and as beneficial owner as per the details to be furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Ltd. (CDSL) as at the close of business hours on Tuesday, 23rd September, 2025, after giving effect to all valid transmission in physical form lodged on or before Tuesday, 23rd September, 2025 with the Company and/or its Registrar and Share Transfer Agent.

27. Payment of dividend shall be made through electronic mode to the shareholders who have updated their bank account details. Dividend Warrants/Demand Drafts will be dispatched to the registered address of the shareholders who have not updated their bank account details. To avoid delay in receiving dividend, shareholders are requested to update their bank details with their Depository Participants (where shares are held in dematerialised mode) and with Registrar and Transfer Agent i.e. Bigshare Services Private Limited (where the shares are registered in physical mode).
28. Pursuant to Finance Act, 2020 and press release of Central Board of Direct Taxes, if the company declared the dividend, the company is not required to pay the Dividend Distribution Tax but the dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with the Company/R&T Agent i.e. Bigshare Services Pvt. Ltd. (in case of shares held in physical mode) and depositories (in case of shares held in demat mode). No communication on the tax determination/ deduction shall be considered after cut-off date i.e. Tuesday, September 23, 2025. All communications/queries in this respect should be addressed to our RTA, Bigshare Services Private Limited.

For Resident Members, tax shall be deducted at source under Section 194 of the Income Tax Act, 1961.

Members having a valid PAN	10% or as notified by the Government of India
Members not having PAN/ valid PAN	20% or as notified by the Government of India

No tax shall be deducted on the dividend payable to a resident individual if the total dividend to be received by the resident shareholders during the financial year 2024-25 does not exceed ₹ 5,000/-. In case where the shareholder provides Form 15G/Form 15H and provided that all the required eligibility conditions are met, no tax will be deducted at source.

Apart from above cases following categories of shareholders are exempt from tax deduction at source:

- Life Insurance Corporation of India [clause (a) to 2nd proviso to section 194]
- General Insurance Corporation of India/The New India Assurance Company Ltd/United India Insurance Company Ltd. / The Oriental Insurance Company Ltd./National Insurance Company Ltd. [clause (b) to 2nd proviso to section 194]
- any other insurer in respect of any shares owned by it or in which it has full beneficial interest [clause (c) to 2nd proviso to section 194].

The following payees are also not subject to TDS in view of the provisions of sections 196, 197A of the Income Tax Act, 1961 and CBDT notification:

- Government [section 196(i)];
- Reserve Bank of India [section 196(ii)];
- a corporation established by or under a Central Act which is, under any law for the time being in force, exempt from Income-tax on its income [section 196(iii)];
- Mutual Fund [section 196(iv)];

- e) any person for, or on behalf of, the New Pension System Trust referred to in Section 10(44) [sub section 1E to section 197A].
- f) Category I or a Category II Alternative Investment Fund (registered with SEBI as per section 115UB) as per Notification 51/2015 since their income, other than profits and gains of business and profession.

For Foreign Portfolio Investor (FPI) category Shareholders, taxes shall be deducted at source under Section 196D of the Income Tax Act, 1961 at 20% (plus applicable surcharge and cess) on the amount of dividend payable.

For other Non-resident Shareholders, taxes are required to be deducted in accordance with the provisions of Section 195 of the Income tax Act, 1961, at the rates in force. As per the relevant provisions of the Income tax Act, 1961, the tax shall be deducted at the rate of 20% (plus applicable surcharge and cess) on the amount of dividend payable to them. However, as per Section 90(2) of the Income tax Act, 1961, the non-resident shareholder has the option to be governed by the provisions of the Double Tax Avoidance Agreement (DTAA) between India and the country of tax residence of the shareholder, if they are more beneficial to them. To avail benefit of rate of deduction of tax at source under DTAA, such non-resident shareholders will have to provide the following:

1. Self-attested copy of the PAN allotted by the Indian Income Tax authorities;
2. Tax residency certificate from the jurisdictional tax authorities confirming residential status [for the dividend declared in FY 2024-25] – TRC
3. Declaration by the non- resident in prescribed form 10F
4. Self-declaration by the non-resident shareholder as to:
 - Eligibility to claim tax treaty benefits based on the tax residential status of the shareholder, including having regard to the Principal Purpose Test (if any), introduced in the applicable tax treaty with India;
 - No Permanent Establishment/fixed base in India in accordance with the applicable tax treaty;
 - Shareholder being the beneficial owner of the dividend income to be received on the equity shares.

Further the Finance Act, 2021 has inserted the provisions of Section 206AB of the Act with effect from July 1, 2021. The provisions of Section 206AB of the Act require the Company to deduct tax at higher rates, as mentioned, from dividend amount paid/credited to Members who (a) have not filed return of income for two previous assessment years; and (b) are subjected to tax deduction/collection at source, in aggregate, amounting to ₹ 50,000 or more in each of such two years.

In order to enable us to determine the appropriate tax rate at which tax has to be deducted at source under the respective provisions of the Income tax Act, 1961, we request you to upload the abovementioned details and documents in the format as provided by the Bigshare Services Private Limited on the email id compliance@aartechsolonics.com by 05.00 p.m. IST on or before Tuesday, 23rd September, 2025.

Please note that the Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction/withholding on dividend amounts. Application of beneficial DTAA rate shall depend upon the completeness and satisfactory review by the Company of the documents submitted by Non-Resident shareholder.

Shareholders who are exempted from TDS provisions through any circular or notification may provide documentary evidence in relation to the same, to enable the Company in applying the appropriate TDS on Dividend payment to such shareholder.

A Resident individual member having valid PAN, subject to fulfilment of conditions specified in the Income Tax Act, 1961 can provide Form No. 15G/15H, to avail the benefit of non-deduction of tax at source. Resident shareholders may also submit any other document(s) as prescribed under the Income Tax Act, 1961 to claim a lower/Nil withholding tax. Mentioning PAN is mandatory for Members who will be providing Form 15G/15H or any other documents to claim a lower/Nil withholding tax. No tax shall be deducted on the dividend payable to a resident individual shareholder if the total dividend to be received by them during Financial Year 2024-25 does not exceed ₹ 5000/-.

For Non-Resident members, taxes are required to be withheld in accordance with the provisions of the Income Tax Act, 1961, the withholding tax shall be at the rate of 20% (plus applicable surcharge and cess). Certain nonresident members may be eligible to avail the benefit conferred by the Double Tax Avoidance Agreement (DTAA) between India and the Country of residence of shareholder, subject to fulfilment of conditions attached thereto. Application of beneficial DTAA Rate shall depend upon the completeness and satisfactory review by the Company, of the documents submitted by Non-Resident members. To avail beneficial rates under DTAA, the Non-Resident members will have to provide certain documents viz; Tax Residency Certificate for FY 2024-25 from the jurisdictional tax authorities confirming residential status, Form 10F as prescribed under Income tax rules, self-attested copy of Permanent Account Number ('PAN') card, self-declaration in the format prescribed by the Company. In order to enable the Company to determine the appropriate tax rate at which tax must be deducted at source under the respective provisions of the Income tax Act, 1961, members are requested to upload the above-mentioned details and documents in the format as provided by the Bigshare Services Private Limited on the email id compliance@aartechsolonics.com by 05.00 p.m. IST on or before Tuesday, 23rd September, 2025.

29. In terms of Section 72 of the Companies Act, 2013, Nomination facility is available to individual members holding shares in the physical form. The members who are desirous of availing this facility, may kindly write to the Company, R&T Agent i.e. Bigshare Services Private Limited for nomination form by quoting their folio number.
30. Pursuant to Section 124 of the Companies Act, 2013, the Company has unpaid or unclaimed dividends declared for the financial year 2019-20, 2020-21, 2021-22, 2022-23 and 2023-24, dividends on the website of the Company and the same can be accessed through the link <https://aartechsolonics.com/docs/shareholders-information/transfer-of-shares-in-demat-mode/Dividend-History.pdf>.
31. Further, pursuant to the provisions of Section 124(5) of the Companies Act, 2013, any amount remaining unpaid or unclaimed in the Unpaid Dividend Account for a period of seven consecutive years shall be liable to be transferred, along with applicable interest accrued, to the Investor Education and Protection Fund (IEPF) established by the Central Government. However, the Company confirms that there is no unpaid or unclaimed dividend amount as on date that is liable to be transferred to the IEPF.
32. **Investor Grievance Redressal:** The Company has designated an e-mail ID viz. compliance@aartechsolonics.com to enable the Investors to register their complaints, if any, and to ensure prompt redressal.

33. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Registrar and Transfer Agent/Company.
34. Pursuant to the amendment in Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, notified vide Gazette Notification dated June 8, 2018 and effective from April 1, 2019, the transfer of securities held in physical form is not permitted and can be processed only in dematerialized form. However, investors are permitted to continue holding shares in physical form and may also lodge requests for transmission or transposition of shares held in physical mode.
35. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal (“ODR Portal”) for resolution of disputes arising in the Indian Securities Market.
36. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>)

Additionally, the SCORES platform, launched by SEBI, allows investors to lodge complaints against listed companies and market participants. It ensures transparency and real-time tracking of complaints. For more details, visit <https://scores.sebi.gov.in/dashboard>.

37. PROCEDURE AND INSTRUCTION FOR REMOTE E-VOTING.

- i. The remote E-voting period begins on Saturday, 27th September, 2025 (09.00 a.m. IST) and ends on Monday, 29th September, 2025 (05.00 p.m. IST). During, this period, the shareholders of the Company, holding shares either in physical form or in dematerialized form as on the cut-off date (record date) i.e., Tuesday, 23rd September, 2025 may cast their vote electronically. The remote e-voting module shall be disabled by Bigshare Services Private Limited for voting thereafter
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. 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 shareholders/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.

- iv. 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 above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<p>a. 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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi Tab and then use your existing my easi username & password.</p> <p>b. 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 BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly.</p> <p>c. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration.</p> <p>d. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin. 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. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.</p>

Individual Shareholders holding securities in demat mode with NSDL

- a. 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.nsd.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 **BIGSHARE** and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
- b. If the user is not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com>. Select “**Register Online for IDeAS**” Portal or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>.
- c. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “**Login**” which is available under ‘**Shareholder/Member**’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name **BIGSHARE** and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
- d. For OTP based login you can click on <https://eservices.nsd.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 with all e-Voting Service Providers. Click on **BIGSHARE** and you will be re-directed to i-vote (**E-voting 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**

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 or joining virtual meeting & voting during the meeting.

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

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

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 No. 1800 22 55 33.
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 toll free no.: 022-48867000.

1. Login method for for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

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

1. You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
2. Click on the “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
3. Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.

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 CDSL	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****
b) 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*****.

c) For Members holding shares in Physical Form	<p>EVENT Number followed by Folio Number registered with the company</p> <p>For example, if folio number is 001*** and EVENT number is 101456 then user ID is 101456001***</p>
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Note: If you have not received any user id or password, please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

4. “Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

5. If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**INVESTOR LOGIN**’ tab and then Click on ‘Forgot your password?’

Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**Reset**’.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

2. Voting method for shareholders on i-vote E-voting portal:

1. After successful login, **Bigshare E-voting system** page will appear.
2. Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
3. Select event for which you are desire to vote under the dropdown option.
4. Click on “**VOTE NOW**” option which is appearing on the right-hand side top corner of the page.
5. Cast your vote by selecting an appropriate option “**IN FAVOUR**”, “**NOT IN FAVOUR**” or “**ABSTAIN**” and click on “**SUBMIT VOTE**”. A confirmation box will be displayed. Click “**OK**” to confirm, else “**CANCEL**” to modify. Once you confirm, you will not be allowed to modify your vote.
6. Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
7. Shareholder can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

1. You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
2. Click on “**REGISTER**” under “**CUSTODIAN LOGIN**”, to register yourself on Bigshare i-Vote e-Voting Platform.
3. Enter all required details and submit.
4. After Successful registration, message will be displayed with “**User id and password will be sent via email on your registered email id**”.

NOTE: If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

5. If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**CUSTODIAN LOGIN**’ tab and further Click on ‘Forgot your password?’
6. Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**RESET**’.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

After successful login, **Bigshare E-voting** system page will appear.

4. Investor Mapping:

1. First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.
2. Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
3. Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or board resolution for respective investor and click on “**UPLOAD**”.

Note: *The power of attorney (POA) or board resolution has to be named as the “InvestorID.pdf” (Mention Demat account number as Investor ID.)*

4. Your investor is now mapped and you can check the file status on display.

5. Investor vote File Upload:

1. To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
2. Select the Event under dropdown option.
3. Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
4. Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder’s other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions (‘FAQs’) and i-Vote e-Voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 022-62638338

6. Procedure for joining the AGM/EGM through VC/ OAVM

For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

1. The Members may attend the AGM through VC/ OAVM at <https://ivote.bigshareonline.com> under Investor login by using the e-voting credentials (i.e., User ID and Password).
2. After successful login, **Bigshare E-voting system** page will appear.
3. Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘EVENTS’ option on investor portal.
4. Select event for which you are desire to attend the AGM/EGM under the dropdown option.
5. For joining virtual meeting, you need to click on “VC/OAVM” link placed beside of “**VIDEO CONFERENCE LINK**” option.
6. Members attending the AGM/EGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

7. The instructions for Members for remote e-voting on the day of the AGM/EGM are as under:-

1. The Members can join the AGM/EGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM/EGM is same as the instructions mentioned above for remote e-voting.
2. Only those members/shareholders, who will be present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM/EGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the AGM/EGM.
4. **Helpdesk for queries regarding virtual meeting:**

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions (‘FAQs’) available at <https://ivote.bigshareonline.com>, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338

38. PROCEDURE TO ASK QUESTIONS/SEEK CLARIFICATIONS WITH RESPECT TO ANNUAL REPORT AND INSTRUCTION FOR REMOTE E-VOTING.

1. The Shareholders, seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company through email on compliance@aartechsolonics.com. Questions/queries received by the Company at least 10 days prior to the date of AGM shall only be considered and responded during the AGM.
2. Shareholders who would like to express their views during the AGM may register themselves as a speaker by sending their request from their registered email mentioning their name, DP ID and Client ID/ folio number,

PAN, mobile number at the mail ID of our service provide i.e. BIGSHARE with cc mark to the company's mail ID compliance@aartechsolonics.com from Sunday, 21st September, 2025 to Tuesday, 23rd September, 2025.

3. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM.

39. OTHER INSTRUCTIONS RELATED TO REMOTE E-VOTING.

- i. Further in Compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') (as amended) and pursuant to the provisions of Section 108 of the Act, read with rule 20 of the Companies (Management and Administration) Rules, 2014 and in terms of SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020, the Company is pleased to provide e-voting facility to all its members, to enable them to cast their votes electronically. The Company has engaged the services of **Bigshare Services Private Limited** for conducting of the e-AGM and providing e-voting facility to all its members.
- ii. Members who are present at the e-AGM through VC/ OAVM and have not cast their vote on resolutions through remote e-voting, may cast their vote during the e-AGM through e-voting system provided by **Bigshare Services Private Limited** during the e-AGM. The members who had cast their vote by remote e-voting prior to the meeting may also attend the e-AGM but shall not be entitled to cast their vote again during the e-AGM.
- iii. The e-voting period commences on Saturday, 27th September, 2025 (09.00 A.M. IST) and ends on Monday, 29th September, 2025 (05.00 P.M. IST). The e- voting module shall be disabled by Bigshare Services Private Limited for voting thereafter. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast their vote again.
- iv. Voting rights of a member /beneficial owner (in case of electronic shareholding) shall be in proportion to his share in the paid-up equity share capital of the Company as on the cut-off date. As per the Secretarial Standard SS-2 on General Meetings 'cut-off date' means a date not earlier than 7 days before the date of general meeting.
- v. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date (i.e., Tuesday, 23rd September, 2025) shall only be entitled to attend the AGM through VC/OAVM on Tuesday, 30th September, 2025, and avail the aforesaid facility of remote e-voting as well as e-voting at the AGM.
- vi. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. Tuesday, 23rd September, 2025 may obtain the login ID and password by contacting Bigshare Services Private Limited.
- vii. CS Avadhesh Parashar, Practicing Company Secretary, Partner of M/s APVN & Associates, Company Secretaries (Membership No. FCS 11543; CP No. 9067) having office address at IInd Floor, Bakshi Complex, Plot no. 68, Zone -II, M.P. Nagar, Bhopal - 462011 has been appointed as the Scrutinizer to scrutinize the Remote e- voting and e-voting process during e-AGM in a fair and transparent manner.

The Scrutinizer shall, immediately after the conclusion of voting at the General Meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in employment of the Company and start the scrutiny of the voting. The Scrutinizer shall, immediately after the completion of the scrutiny of the e-Voting (votes cast during the AGM and votes cast through remote e-Voting), within 2 working days from the conclusion of the AGM, submit a consolidated Scrutinizer's report of the total votes cast in favour and against the Resolution(s), invalid votes, if any, and whether the Resolution(s) has/have been carried or not, to the Chairman or a person authorized by him in writing who shall countersign the same.

The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.aartechsolonics.com and website of Bigshare Services Private Limited ivote.bigshareonline.com. The result will simultaneously be communicated to the stock exchanges (BSE & NSE) where the shares of the Company are listed within two working days of conclusion of the Annual General Meeting of the Company. Subject to the receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the Meeting.

Annexure to the notice of Annual General Meeting

(Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013)

As required by Section 102 of the Act, the following explanatory statement sets out all material facts relating to the businesses mentioned under Item Nos. IV to VI of the accompanying Notice.

Item No. 4

The Members of the Company at the 39th Annual General Meeting of the Company held on 29th September, 2021 had approved the appointment of Mr. Kshitij Negi (DIN: 09046425) as an Independent Director of the Company for a term of 5 (Five) consecutive years with effect from 08th February, 2021 to 07th February, 2026. The existing term of Mr. Kshitij Negi as an Independent Director of the Company will conclude on 07th February, 2026.

As the existing tenure of Mr. Kshitij Negi, Independent Director of the Company will expire on 07th February, 2026 and taking into account the extensive experience he possesses and the invaluable services he provides in the form of advice and opinion on corporate governance-related matters etc. for the company's growth, the Board of Directors of the Company ("Board"), at its meeting (03/2025-26) held on Friday, 05th September, 2025 and based on the recommendation of Nomination and Remuneration Committee and subject to the approval of members in the ensuing Annual General Meeting through Special Resolution, re-appointed Mr. Kshitij Negi (DIN: 09046425), as a Non-executive Independent Director of the Company, for a second term of 5 (Five) consecutive years w.e.f. 08th February, 2026 to 07th February, 2031, not liable to retire by rotation.

Mr. Kshitij Negi is not disqualified from being reappointed as Director in terms of Section 164 of the Companies Act 2013 ("Act") and has consented to act as Director of the Company in terms of Section 152 of the Act. The Company has also received following declarations from him:

- (i) intimation in Form DIR-8 to the effect that he is not disqualified under the Act;
- (ii) declaration that he meets with the criteria of independence as prescribed under the Act and under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations");
- (iii) declaration towards inclusion of his name in the data bank maintained for Independent Directors; and
- (iv) In terms of Regulation 25(8) of Listing Regulations, a confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties.

Mr. Kshitij Negi has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited, pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

In the opinion of the Board, Mr. Kshitij fulfills the conditions specified in the Act and the rules made thereunder and also under the Listing Regulations for re-appointment as an Independent Director and is independent of the Management.

The terms and conditions of the appointment of Independent Directors is uploaded on the website of the Company at <https://aartechsolonics.com/docs/disclosures/policies/terms-and-conditions-for-appointment-of-independent-director.pdf>.

A brief profile of Mr. Kshitij Negi is provided in the notes "details of the directors seeking appointment/ re-appointment, pursuant to regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2", annexed with this notice of AGM.

Accordingly, consent of the members is sought for the re-appointment of Mr. Kshitij Negi (DIN: 09046425) as the Non-Executive Independent Director of the Company, in terms of the provisions of Sections 149, 150 and 152 and other

applicable provisions, if any, read with Schedule IV to the Companies Act, 2013 ('the Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time.

None of the Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 4 of the Notice.

The Board of Directors therefore, recommend passing of the **Special Resolution** as set out in Item No. 4 of the accompanying Notice for the approval of the Members.

Item No. 5:

Pursuant to Section 204 of the Companies Act, 2013 and Rule 9 of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, and the latest amendment to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 dated 12th December, 2024, a listed entity is required to appoint a Peer Reviewed Company Secretary in Practice as Secretarial Auditors for a period not more than two terms of five consecutive years with the approval of shareholders in the Annual General Meeting. Any association of the individual or the firm as the Secretarial Auditor of the listed entity before 31st March, 2025 shall not be considered for the purpose of calculating the tenure under Regulation 24A of the Listing Regulations.

Accordingly, based on the recommendation of the Audit Committee, the Board of Directors of the Company approved the appointment of M/s APVN & Associates, Practicing Company Secretaries, (UCN: P2012MP026900), a peer-reviewed firm, as Secretarial Auditors of the Company for a term of five consecutive financial years commencing from FY 2025-26 to FY 2029-30 to conduct Secretarial Audit of the Company and to furnish the Secretarial Audit Report, at such remuneration as may be fixed by the Board and determined by the Audit Committee in consultation with the Secretarial Auditors.

Brief profile of Auditor

M/s APVN & Associates is a peer-reviewed firm of Practicing Company Secretaries based in Bhopal, holding Peer Review Certificate No. 4202/2023 and duly registered with the Institute of Company Secretaries of India (ICSI). The firm offers a wide range of professional services in the areas of Company Law, Securities Laws, Corporate Governance, Legal and Statutory Compliance, and Corporate Advisory Services. M/s APVN & Associates has a team of experienced professionals providing services to individuals, companies, and industrial entities across sectors. With prior professional engagement with the Company, the firm is well-acquainted with the internal systems and processes, which is expected to ensure a seamless integration into the Company's compliance framework and contribute effectively to strengthening its secretarial and governance practices.

M/s APVN & Associates, Practicing Company Secretaries, has consented to act as the Secretarial Auditors of the Company and confirmed that their appointment, if made, will be within the limits prescribed under Section 204 of the Companies Act, 2013. They have also confirmed that they are not disqualified from being appointed and have no conflict of interest. Further, they have declared that they have not undertaken any prohibited non-secretarial audit assignments for the Company, in compliance with Section 204 of the Companies Act, 2013 and the rules made thereunder, read with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions.

In view of their qualifications and experience, the Board proposes the appointment of M/s APVN & Associates, Practicing Company Secretaries, as the Secretarial Auditors of the Company.

Accordingly, consent of the members is being sought for Resolution as set out at Item No. 5 of this Notice for appointment of M/s. APVN & Associates, Practicing Company Secretaries, as Secretarial Auditors of the Company for a period of 5 (Five) consecutive years.

None of the Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 5 of the Notice.

The Board of Directors therefore, recommend passing of the **Ordinary Resolution** as set out in Item No. 5 of the accompanying Notice for the approval of the Members.

Item No. 6:

As per the provisions of Section 20 of the Companies Act, 2013, a document may be served on any member by sending it to him by registered post/speed post or by courier service or by electronic mode or any other mode as may be prescribed.

Further, a member may request the delivery of document through any other mode by paying such fees in advance, equivalent to estimated actual expenses of delivery of the documents delivered, provided that such request along with requisite fees has been duly received by the Company at least 10 days in advance of the dispatch of documents by the Company to the member.

None of the Directors and Key Managerial Personnel of the Company and their relatives are in anyway concerned or interested financially or otherwise in the resolution as set out at Item No. 6 of the Notice.

The Board of Directors therefore, recommend passing of the **Ordinary Resolution** as set out in Item No. 6 of the accompanying Notice for the approval of the Members.

**By Order of the Board of Directors of
Aartech Solonics Limited**

Sd/-

Amit Anil Raje
Chairman & Managing Director
DIN: 00282385
R/o 15, Silver Oak, Green Heights
Gulmohar Colony
Bhopal 462038 (M.P.)

Place: Bhopal

Dated: 05/09/2025

Registered Office:

E-2/57, Ashirvad, Arera Colony,

Bhopal- 462016 (MP)

CIN: L31200MP1982PLC002030

Tel No: 9993091168

Email Id: compliance@aartechsolonics.com

Website: www.aartechsolonics.com

DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT, PURSUANT TO REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD-2:

AGENDA ITEM NO.	3	4
Name	Mrs. Arati Nath	Mr. Kshitij Negi
DIN	08741034	09046425
Date of first appointment at the Board	12/05/2020	08/02/2021
Date of Birth and age	31/12/1980, 44 years	28/04/1973, 52 years
Qualification	Post Graduate Diploma in Business Analytics- Finance, Bachelor of Commerce from Welingkar Institute of Management, Mumbai	Management of Business Administration (MBA) from Sydenham Institute of Management, Mumbai
Brief profile including expertise and experience	Arati Nath, has overall more than 18 years of experience in the field of Finance. She is PGDBA-Finance (Welingkar Institute of Management, Mumbai), Bachelor in Commerce from Pune University. She held the position of a General Manager, Operations in Aartech Solonics Limited from April, 2015 and later held the position of Chief Financial Officer (CFO) from December, 2017. She is appointed as a Director & CEO of the company from May, 2020 onwards.	<p>Kshitij Negi, is the Founder of KoeN Meta Consulting. As Core-Catalyst at the firm, he helps clients fulfil their Organizational Transformation and Leadership Development agenda through Consulting, Coaching and Facilitating.</p> <p>A thought-leader with several IPs and original designs to his credit, Mr. Kshitij Negi has an experience spanning over 25 years. He has personally touched C-Suite Executives and over 2000 Senior/Mid-Senior Level Executives from global and Indian organizations, including those from Fortune 500, such as John Deere, Cognizant, Mindtree, SKF, Comcast, KPIT, Quintiles and Vimeo, among others.</p> <p>Kshitij leverages his expertise in human and organizational design to create experiences, inquiries and embodied shifts. He has contributed to the areas of Mindset & Culture Transformation, Leadership Development, People Acumen and Change Management for these organisations.</p> <p>An MBA from Sydenham Institute of Management, Mumbai, Class of 1995, Kshitij holds Harvard Business Publishing's certificate for Harvard's Case Study Methodology. He has completed</p>

		Leadership Curriculum Graduation (ILP+SELP+Communication) from Landmark Education.
Directorships held in other public companies and private companies (excluding foreign companies)	<ol style="list-style-type: none"> 1. AIC- Aartech Solonics Private Limited 2. Faradigm Ultracapacitors Private Limited 3. Enerqual Technology Private Limited 4. Umang Shridhar Designs Private Limited 	Nil
Committee Memberships and Chairmanships in the Company	<p>Nil</p> <p>She is designated as “Presiding Officer” of Internal Complaints Committee of the Company.</p>	<ul style="list-style-type: none"> • Chairmanship in the Committees of the Company: <ul style="list-style-type: none"> - Nomination and remuneration committee - Stakeholders Relationship Committee • Member in the Committees of the Company: <ul style="list-style-type: none"> - Audit Committee
Membership/ Chairmanship in Committees of other Indian entities	Nil	Nil
Number of shares held in the Company	411705	Nil
Remuneration last drawn for the financial year 2024-25	₹ 35.50 Lakh only	₹ 0.75 Lakh only* (Sitting Fees)
Remuneration sought to be paid	Not applicable	Sitting fees as may be decided by the Board and as per the Nomination and Remuneration Policy of the Company
Terms and conditions of appointment	Not applicable	As per the Nomination and Remuneration Policy and code of conduct of Independent Director, available at the website of the Company
Disclosures of relationship between Directors and or KMP’s inter-se	Daughter of Mr. Anil Anant Rajee and Sister of Mr. Amit Anil Rajee	Not Applicable
Number of Board Meetings attended during the year i.e.	8 out of 8	8 out of 8

(01st April, 2024- 31st March, 2025)		
Skill & Capabilities	Kindly refer Corporate Governance Report	Kindly refer Corporate Governance Report

**By Order of the Board of Directors of
Aartech Solonics Limited**

**Sd/-
Amit Anil Raje
Chairman & Managing Director
DIN: 00282385
R/o 15, Silver Oak, Green Heights
Gulmohar Colony
Bhopal 462038 (M.P.)**

**Place: Bhopal
Dated: 05/09/2025**

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