



Date: 23<sup>rd</sup> March 2026

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| To,<br>The Department of Corporate Services<br>Bombay Stock Exchange Limited.,<br>P J Towers, Dalal Street,<br>Mumbai- 400001<br>Scrip Code: 511605 | To,<br>The General Manager,<br>National Stock Exchange of India Limited.,<br>Exchange Plaza 5th Floor,<br>Plot No. C/1, G- Block, Bandra Kurla<br>Complex, Bandra (E), Mumbai - 400051<br>NSE Symbol- ARIHANTCAP |
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**Subject: Submission of Postal Ballot Notice.**

**Reference: Arihant Capital Markets Limited; BSE Scrip Code 511605; ISIN: INE420B01036**

With reference to the outcome of the Board Meeting held on February 9, 2026, and in compliance with the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform that the Company has enclosed a Postal Ballot Notice ("Notice") dated March 20, 2026, along with the Explanatory Statement.

The Notice has been circulated to the Members of the Company for seeking their approval by way of Postal Ballot through electronic means only (remote e-voting) on the following resolutions:

| S. No. | Particular   |
|--------|--|
| 1.     | To Re-Appointment of Mr. Arpit Jain (Din: 06544441) As the Joint Managing Director |
| 2.     | To Re-Appointment of Jitendra Jain (Din: 08377285) As an Independent Director      |

The Notice is being sent to all those members whose e-mail addresses were registered with the Company or Registrar and Share Transfer Agent ("RTA") or with their respective Depository / Depository Participant ("DP") and whose name appears in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. Friday, March, 20, 2026.

The Company has engaged the services of Central Depository Services India Limited ('CDSL') as the agency to provide remote e-voting facility.

**The remote e-voting facility will be available during the following period:**

**Commencement of remote e-voting:** From March 24<sup>th</sup> March 2026 at 09:00 A.M. IST onwards

**End of remote e-voting:** Till Thursday, 23<sup>rd</sup> April 2026 at 05:00 P.M. IST.

**ARIHANT CAPITAL MARKETS LIMITED**  
(CIN: L66120MP1992PLC007182)

Regd. Off.: 601, Atlantis Tower, Plot No. 13-A, Scheme no.78, Vijay Nagar, Indore 452010 Tel.: +91-731-4217100  
Corp. Off.: #1011 Solitaire Corporate Park, Bldg. No. 10, 1st Floor, Andheri Ghatkopar Link Road, Chakala, Andheri (E) Mumbai- 400093  
Email: [contactus@arihantcapital.com](mailto:contactus@arihantcapital.com) Website: [www.arihantcapital.com](http://www.arihantcapital.com)



Further, the Postal Ballot has also been made available on the website of the Company at <https://www.arihantcapital.com/Files/research-reports/Postal%20ballot%20notice.pdf> and also be available on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com).

Request you to kindly take the above on record.

Thanking You,

Yours Faithfully,

**For Arihant Capital Markets Limited**

**Mahesh Pancholi**  
**(Company Secretary)**  
**M. No. F-7143**

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## **POSTAL BALLOT NOTICE**

**[Pursuant to Section 108, Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended]**

Dear Members,

**NOTICE** is hereby given that pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 (the 'Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and amendments thereto (the 'Management Rules'), Secretarial Standard-2 on General Meetings (the 'SS-2'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, guidelines prescribed by the Ministry of Corporate Affairs (the 'MCA'), vide General

In compliance with the circular issued by Ministry of Corporate Affairs ('MCA') no. 09/2024 dated September 19, 2024 read with circular no. 14/2020 dated April 8, 2020, 17/ 2020 dated April 13, 2020, read with other relevant circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as 'MCA Circulars'), this Postal Ballot Notice ("Notice") is being sent by email only, to the members whose e-mail addresses are registered with the Company/ Depository Participants ('DP')/ Depository/ Registrar & Share Transfer Agent of the Company. Further, the assent/ dissent of the members on the resolution proposed in this Notice will be considered only through the remote e-Voting system.

An explanatory statement pursuant to Section 102 of the Act and other applicable provisions of the Act, pertaining to the resolutions setting out the material facts and reasons thereof, is appended to this Notice. Pursuant to Rule 22(5) of the Rules, the Board of Directors has appointed CS Virendra G. Bhatt (ICSI Membership No: 1157, COP : 124) as the Scrutinizer to conduct the Postal Ballot through remote e-Voting process in a fair and transparent manner.

The remote e-Voting period will begin at 9:00 a.m. (IST) on Tuesday, March 24, 2026, and conclude at 5:00 p.m. (IST) on Thursday, April 23, 2026. Upon completion of the scrutiny of votes cast through remote e-Voting, the Scrutinizer will submit his report to the Chairman of the Company or any person authorized by him. The results of the Postal Ballot conducted through e-Voting will be declared within 48 hours of the conclusion of the e-Voting.

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

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Email: contactus@arihantcapital.com Website: www.arihantcapital.com

**ITEM NO. 1:**

**RE-APPOINTMENT OF MR. ARPIT JAIN (DIN: 06544441) AS THE JOINT MANAGING DIRECTOR**

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

**“RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the companies act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and Articles of Association of the company and subject to the approval of Members of the Company by special Resolution, the consent of the Board of Directors of the company be and is hereby accorded to re-appointment of Mr. Arpit Jain as a Joint Managing Director of the Company for a period of Five years with effect from 25<sup>th</sup> January,2026, on the terms and conditions and remuneration as set out in the agreement entered into between the Company and Mr. Arpit Jain, a copy whereof is placed before the meeting duly initialed for the purpose of identification, which agreement is hereby specifically approved and sanctioned with authority to the Board of Directors to alter and vary the terms and conditions of the said appointment and/or agreement (including authority, from time to time, to determine the amount of salary and variable pay as also the type and amount of perquisites and other benefits payable to Mr. Arpit Jain), in such manner as may be agreed to between the Board of Directors and Mr. Arpit Jain.

Provided however that the remuneration payable to Mr. Arpit Jain shall not exceed the limits specified in the said agreement as also the limits prescribed under schedule V to the Companies Act, 2013, including any amendment, modification, variation or re-enactment thereof;

**FURTHER RESOLVED THAT** in the event of loss or inadequacy of profits in any financial year, the Company subject to requisite approvals may pay to Joint Managing Director, by way remuneration including commission, perquisites and allowances which shall not exceed the amount as may be agreed and decided by the Board of Directors of the Company.

**FURTHER RESOLVED THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion deem desirable, necessary, expedient, usual or proper to implement this resolution.

**FURTHER RESOLVED THAT** Mr. Arpit Jain shall not be subject to retirement by rotation as per Articles of Association of the company during his tenure as a Joint Managing Director. However, due to compulsion of provisions of the Companies Act, 2013, if he has to retire by rotation and be reelected, then such re-appointment of the Joint Managing Director of the company due retirement by rotation shall not constitute a break in his office as a Joint Managing Director of the company.

**FURTHER RESOLVED THAT** pursuant to the provisions of the Companies Act, 2013 and the rules made thereunder, including any statutory modification(s) or re-enactment thereof for the time being in force, and in accordance with the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee, the consent of the Board of Directors be and is hereby accorded for the re-appointment of Mr. Arpit Jain as Joint Managing



Director of the Company for a further period of five (5) years with effect from 25th January, 2026, subject to the approval of the Members at the ensuing General Meeting of the Company, on the following material terms and conditions:

**a) Duties and Responsibilities:**

Subject to the superintendence, control and overall direction of the Board of Directors of the Company, the Joint Managing Director shall be entrusted with the general management and conduct of the business and affairs of the Company, except in matters which are specifically required to be dealt with by the Board of Directors in accordance with the provisions of the Companies Act, 2013 or the Articles of Association of the Company. The Joint Managing Director shall exercise such powers and perform such duties as may be delegated to him by the Board of Directors from time to time and shall undertake all acts, deeds and things in the ordinary course of business as may be considered necessary or expedient in the interest of the Company.

**b) Period of Appointment:**

The appointment shall be for a period of five (5) years

**c) Remuneration:**

Mr. Arpit Jain shall be entitled to a remuneration of Rs. 5,00,000 (Rupees Five Lakhs only) per month.

The managerial remuneration shall exclude the following:

- i. Contribution to Provident Fund, Superannuation Fund or Annuity Fund.
- ii. Gratuity payable; and

**d) Commission:**

In addition to the above remuneration, he shall be entitled to receive commission on the net profits of the Company, subject to a maximum of five percent (5%) of the net profits, as may be determined by the Board of Directors or a Committee thereof from time to time, within the overall limits prescribed under the provisions of the Companies Act, 2013 and Schedule V thereto.

**e) Other Terms and Conditions and Perquisites:**

Other terms and conditions, including perquisites, shall be as specified in the agreement to be executed between the Company and Mr. Arpit Jain.

**f) Reimbursement of Expenses:**

The Joint Managing Director shall be entitled to reimbursement of all actual expenses incurred by him in connection with the business of the Company, including domestic and foreign travel expenses and other out-of-pocket expenses incurred for and on behalf of the Company.

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**g) Variation of Terms:**

The Board of Directors shall have the authority to alter, vary, modify or enhance the terms and conditions of the appointment, including remuneration, from time to time, within the limits prescribed under the Companies Act, 2013.

**h) Termination:**

The appointment may be terminated by either party by giving three (3) months' prior written notice to the other party.

**i) Valuation of Perquisites:**

For the purpose of calculating the value of perquisites, the same shall be evaluated in accordance with the provisions of the Income Tax Rules, 1962, wherever applicable, or at actual cost to the Company.

**j) Sitting Fees:**

The Joint Managing Director shall not be entitled to receive any sitting fees for attending meetings of the Board of Directors or any Committee thereof.

Except, Mr. Ashok Kumar Jain & Arpit Jain & Sunil Kumar Jain, none of the Directors are interested in this Resolution.

**ITEM NO. 2:**

**RE-APPOINTMENT OF JITENDRA JAIN (DIN: 08377285) AS AN INDEPENDENT DIRECTOR**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149 and 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’), read with the Rules made thereunder and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the ‘SEBI Listing Regulations’) (including any statutory modification(s) or re-enactment thereof for the time being in force), Jitendra Jain (Din: 08377285), who was appointed as an Independent Director of the Company for a term of five years up to 14th June, 2026 and is eligible for being re-appointed as an Independent Director, who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of a director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years, i.e. 15th June, 2026 upto 14th June, 2031.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Act read with the Rules made thereunder and Regulation 17(6) of the SEBI Listing



Regulations, Jitendra Jain, be paid such fees and remuneration and profit-related commission as the Board may approve from time to time and subject to such limits prescribed from time to time.

**RESOLVED FURTHER THAT** the Board of Directors and the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required to give effect to this resolution.

Except, Mr. Jitendra Jain, none of the Directors are interested in this Resolution.

**Place: Indore**  
**Date: 20/03/2026**

**By Order of the Board**  
**For Arihant Capital Markets Ltd.**

**Mahesh Pancholi**  
**Company Secretary**  
**M. No. F 7143**

**Registered Office:**  
**"601, Atlantis Tower, Plot No. 13-A, Scheme No. 78"**  
**CIN: L66120MP1992PLC007182**  
**Tel.:0731-4217261**  
**Website: [www.arihatncapital.com](http://www.arihatncapital.com)**  
**Email: mahesh.pancholi@arihantcapital.com**

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**NOTES:**

1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the “Act”) read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, setting out material facts relating to the resolution proposed to be passed is annexed hereto and forms part of this Notice.
2. In compliance with the MCA Circulars, the Postal Ballot Notice is being sent by electronic mode to all those members, whose names appear in the Register of Members/List of Beneficial Owners maintained by the Company/ Depositories as on Friday, March 20, 2026, (“Cut-off date”) and whose e-mail IDs are registered with the Company/Depositories.
3. In compliance with the provisions of Sections 108 and 110 of the Act and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provides members the facility to exercise their right to vote by electronic means through remote e-voting services provided by CDSL and those members who are facing any difficulty in casting their vote through remote e-voting may send mail to the Company. The instructions for remote evoting are annexed to this Notice. The voting period begins on 24<sup>th</sup> March 2026 at 09:00 A.M. and ends on 23<sup>rd</sup> April 2026 at 05:00 P.M. During this period, members of the Company, holding shares as on cut-off date of 20<sup>th</sup> March 2026, may cast their vote electronically.
4. Pursuant to the applicable provisions of the Act and Rules framed thereunder and the SEBI Listing Regulations, the Company can serve notices, annual reports and other communication through electronic mode to those Members who have registered their e-mail addresses either with the Depository Participant(s) or the Company. Members who have not registered their e-mail addresses with the Company can now register the same by sending an e-mail to the RTA on [compliance@ankitonline.com](mailto:compliance@ankitonline.com) Members holding shares in demat form are requested to register their e-mail addresses with their Depository Participant(s) only.
5. Resolutions passed by the Members through Postal Ballot is deemed to have been passed as if the same were passed at a general meeting of the Members convened in that regard. The resolution, if approved by the requisite majority of Members by means of Postal Ballot, shall be deemed to have been passed on the last date of remote e-voting, i.e. April 23<sup>rd</sup>, 2026.
6. This Postal Ballot Notice will also be available on the Company's website at, websites of [www.arihatncapital.com](http://www.arihatncapital.com) the Stock Exchanges, that is, BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of CDSL at [www.cdslindia.com](http://www.cdslindia.com).
7. The Board has appointed Mr. Virendra G. Bhatt Practicing Company Secretaries, (ACS No.: 1157 CP No.: 124), as the Scrutinizer to conduct the Postal Ballot and remote e-voting process in a fair and transparent manner. After completion of scrutiny of the votes, the Scrutinizer will submit his Report to the Chairman, Managing Director or Company Secretary of the

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Company. The results of the voting conducted through postal ballot (through the remote e-voting process) will be announced by the Chairman/Company Secretary on or before on 25<sup>th</sup> April 2026.

8. Members desiring to exercise their vote are requested to carefully follow the instructions in the notes under section “The Instruction for the members for remote e-voting” appended with this Notice and cast their votes not later than 5:00 P.M. (IST) on 23<sup>rd</sup> April, 2026, failing which it will be strictly considered that no vote has been received from the members.
9. Voting right in e-voting cannot be exercised by a proxy. However, corporate and institutional members shall be entitled to vote through their authorized representative with proof of their authorization.
10. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company
11. In case of any query/grievance in connection with the Postal Ballot including evoting, Members may contact CDSL by e-mail at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or the Company Secretary at the contact details given here in above or at [compliance@arihantcapital.com](mailto:compliance@arihantcapital.com).
12. As required by Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the SEBI Listing Regulations, the details pertaining to this Postal Ballot will be published in one English newspaper and one Hindi newspaper.
13. For members who hold shares in physical form, the Securities and Exchange Board of India (“SEBI”), vide its Master Circular SEBI/HO/MIRSD/POD-1/P/CIR/2023/70 dated 17th May 2023 read with SEBI Circular SEBI/HO/MIRSD/POD-1/P/CIR/2023/158 dated 26th September 2023, has mandated furnishing of PAN linked with Aadhaar, KYC details (i.e., postal address with PIN code, e-mail address, mobile number, bank account details, etc.) and nomination by holders of securities. In view of the above, new share certificate(s) to be issued by the Company shall not be dispatched to those members holding shares in physical form until their KYC is completed. For members who hold shares in demat form, they should keep their bank details, e-mail address, postal address and contact number updated in their demat account(s) maintained with Depository Participant(s).

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**THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:**

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

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

- (i) The voting period begins on 24th March 2026 at 09:00 A.M and ends on 23<sup>rd</sup> April, 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 (record date) of 20<sup>th</sup> March 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL 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.

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

- (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 abovesaid SEBI Circular, Login method for e-Voting for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

| <b>Type of shareholders</b>  | <b>Login Method</b>  |
|--|--|
| Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b> | <ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token) Tab.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol> |
| Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b> | <ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> </ol>   |

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|---|---|
|   | <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>4) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on <b>company name or e-Voting service provider name</b> and you will be re-directed to <b>e-Voting service provider website</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> |
| <p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b></p> | <p>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.</p>  |

**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.

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Email: contactus@arihantcapital.com Website: www.arihantcapital.com

**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 <b>CDSL</b> | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911 |
| Individual Shareholders holding securities in Demat mode with <b>NSDL</b> | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000                  |

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

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

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.

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

|     | <b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>   |
|-----|--|
| PAN | Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) |

|   |  |
|---|--|
|   | <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>   |
| Dividend Bank Details <b>OR</b> Date of Birth (DOB) | <p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul> |

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant ARIHANT CAPITAL MARKETS LIMITED on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

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- (xv) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz [compliance@arihantcapital.com](mailto:compliance@arihantcapital.com) (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

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

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

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## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

### **ITEM NO. 1**

#### **RE-APPOINTMENT OF MR. ARPIT JAIN AS JOINT MANAGING DIRECTOR**

Mr. Arpit Jain (DIN: 06544441) was appointed as Joint Managing Director of the Company by the Board of Directors at its meeting held on January 25, 2021, for a period of five years from 25th January 2021 to 24th January 2026, which was duly approved by the shareholders at the Annual General Meeting of the Company.

Considering his performance, leadership and valuable contribution to the growth of the Company, the Board of Directors, on the recommendation of the Nomination and Remuneration Committee, has approved the re-appointment of Mr. Arpit Jain as Joint Managing Director of the Company for a subsequent term of Five (5) Years with effect from 25th January, 2026, subject to the approval of the shareholders of the Company.

Mr. Arpit Jain is a distinguished Chartered Accountant and recipient of the IDC Excellence Asia Pacific Award. He is associated with Arihant Capital serving more than 2.5 lakh clients across 300+ cities through 800+ investment centers. He brings over 12 years of rich and diverse experience in the financial services sector with expertise in portfolio management services, investment banking, fintech and wealth management. Under its leadership, the Company has witnessed significant business expansion, strengthening of digital capabilities and enhancement of client service platforms.

Mr. Arpit Jain is not debarred from holding the office of Director by virtue of any order of SEBI or any other statutory authority and is not disqualified under the provisions of the Companies Act, 2013. The re-appointment is in accordance with the provisions of Sections 196, 197, 203 read with Schedule V of the Companies Act, 2013 and Regulation 17 and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The additional information required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Secretarial Standards is annexed as Annexure-I.

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**ITEM NO. 2**

**RE-APPOINTMENT OF MR. JITENDRA JAIN AS INDEPENDENT DIRECTOR**

Mr. Jitendra Jain (DIN: 08377285) is presently serving as an Independent Director of the Company for a term ending on 14th June 2026. Based on his performance evaluation and on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has approved his re-appointment as an Independent Director for a second term of five (5) consecutive years from 15th June 2026 to 14th June 2031, subject to approval of the Members by Special Resolution.

The Company has received his consent to act as Director and a declaration confirming that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015 and that he is not disqualified under Section 164 of the Act. He is not debarred from holding office of Director by any order of SEBI or any other statutory authority.

Mr. Jitendra Jain, aged 54 years, has around 31 years of experience in corporate finance, capital markets, treasury, fund raising, M&A, risk management and corporate strategy. He has held leadership positions with PSU Bank Treasury, a leading Mutual Fund and corporates including Radico Khaitan Ltd., GMR Group and Welspun Enterprises Ltd. He is presently Strategic Finance Advisor to GMR Group and an Independent Director on the Board of Arihant Capital Markets Ltd.

The additional information required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Secretarial Standards is annexed as Annexure-II.

**Place: Indore**  
**Date: 20/03/2026**

**By Order of the Board**  
**For Arihant Capital Markets Ltd.**

**Mahesh Pancholi**  
**Company Secretary**  
**M. No. F 7143**

**Registered Office:**  
**"601, Atlantis Tower, Plot No. 13-A, Scheme No. 78"**  
**CIN: L66120MP1992PLC007182**  
**Tel.:0731-4217261**  
**Website: [www.arihatncapital.com](http://www.arihatncapital.com)**  
**Email: [mahesh.pancholi@arihantcapital.com](mailto:mahesh.pancholi@arihantcapital.com)**

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**Annexure I**

**Additional information of Director seeking appointment/ re-appointment as required under Regulation 36(3) of the Listing Regulation, 2015 and applicable Secretarial Standards and Schedule V of the Companies Act, 2013:**

| <b>Particulars</b>   | <b>MR. ARPIT JAIN</b>  |
|--|--|
| DIN  | 06544441   |
| Nationality  | Indian   |
| Date of Birth  | 09/01/1991   |
| Date of First Appointment on the Board   | 25/01/2021   |
| Brief Resume, Experience and Nature of Expertise in specific functional areas  | Arpit Jain is a distinguished CA and IDC Excellence Asia Pacific Awards recipient. He is the Joint Managing Director at Arihant Capital serving 2.5 lakhs+ clients across 300+ cities with 800+ investment centers. He brings over 12 years of rich experience to the financial sector, and his expertise shines in portfolio management services, investment banking, Fintech and wealth. |
| Qualification  | Chartered Accountant   |
| No. of Board Meetings attended during the year as a director   | 06   |
| Directorships held in other Listed Companies   | Nil  |
| Terms and conditions of appointment  | As per the resolution  |
| Directorships held in other Public Companies along with listed companies from which the person has resigned in the past three years              | Nil  |
| Memberships / Chairmanships of Committees of other Boards along with listed companies from which the person has resigned in the past three years | Nil  |
| No. of shares held in the company  | 57,39,200  |
| Remuneration last drawn (excluding sitting fees)   | ₹ 3,00,000/-   |
| Remuneration sought to be paid   | As stated in the resolution of this notice   |
| Relationships between Directors inter-se   | Son of Mr. Ashok Kumar Jain (Chairman and Managing Director)<br>Nephew of Mr. Sunil Kumar Jain (Non-executive director)  |
| Occupation   | Business   |

**ARIHANT CAPITAL MARKETS LIMITED  
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**Annexure II**

**Additional information of Director seeking appointment/ re-appointment as required under Regulation 36(3) of the Listing Regulation, 2015 and applicable Secretarial Standards and Schedule V of the Companies Act, 2013:**

|  |  |
|--|--|
| <b>Particulars</b>   | <b>MR. JITENDRA JAIN</b>   |
| DIN  | 08377285   |
| Nationality  | Indian   |
| Date of Birth  | 25/04/1971   |
| Date of First Appointment on the Board   | 14/06/2021   |
| Brief Resume, Experience and Nature of Expertise in specific functional areas  | Mr. Jitendra Jain, aged 54 years, has around 31 years of experience in Corporate Finance, Capital Markets, Treasury, Fund Raising, M&A and Risk Management. He has held leadership positions with PSU Bank Treasury and corporates including Radico Khaitan Ltd., GMR Group and Welspun Enterprises Ltd. He is presently Strategic Finance Advisor to the GMR Group and an Independent Director on the Board of Arihant Capital Ltd. He holds a PG Diploma from NMIMS and is an ICFAI Gold Medalist. |
| Qualification  | Chartered Financial Analyst  |
| No. of Board Meetings attended during the year as a director   | 06   |
| Directorships held in other Listed Companies   | Nil  |
| Terms and conditions of appointment  | As per the resolution  |
| Directorships held in other Public Companies along with listed companies from which the person has resigned in the past three years              | Nil  |
| Memberships / Chairmanships of Committees of other Boards along with listed companies from which the person has resigned in the past three years | Nil  |
| No. of shares held in the company  | Nil  |
| Remuneration last drawn (excluding sitting fees)   | Nil  |
| Remuneration sought to be paid   | Nil  |
| Relationships between Directors inter-se   | None of the other Directors is interested in this resolution.  |
| Occupation   | Business   |

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