

25th November, 2025

1) Asst. President, Listing Department, National Stock Exchange of India Limited, Exchange Plaza, C-1, Block-G, Bandra Kurla Complex, Bandra (East), Mumbai-400051	2) The Listing Department, Corporate Relationship Department, BSE Limited, 1 st Floor, New Trading Wing, P.J. Towers, Dalal Street Fort, Mumbai-400001
Scrip ID - ARCHIES	Scrip Code - 532212

Dear Sir/Madam,

Sub: Postal Ballot Notice- Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')

Pursuant to Regulation 30 of the SEBI Listing Regulation, Please find enclosed Notice of Postal Ballot dated 14th November 2025 along with the Explanatory statement for seeking approval of shareholders of the Company on the below business(s):

S.NO	PARTICULARS	TYPE OF RESOLUTION
1	Appointment of M/s Dayal & Maur, Company Secretaries as Secretarial Auditor of the Company for period of 5 (Five) Consecutive Years.	Ordinary Resolution
2	Appointment of Mr. Rijul Bansal as Non-Executive Independent Director of the Company	Special Resolution

In accordance with Circulars issued by the Ministry of Corporate Affairs, the Notice of Postal Ballot is being sent only by electronic mode to those shareholder, whose names appear in the Register of Members/List of Beneficial Owners as on Friday, 14th November 2025. ('Cut-off date') and whose e-mail addresses are registered with the Company/Depositories.

The Company has engaged the services of MUGF Intime India Private Limited for providing remote e-voting facility to the shareholders. The E-voting will commence on **Wednesday, 26th November 2025 from 09:00 a.m IST and ends Thursday, 25th December 2025, 5:00 p.m IST**. The results of Postal Ballot shall be declared by the Company on or before **Saturday, 27th December 2025**.

This intimation is being made available on the website of the Company at www.archiesinvestors.in

Request you to take the above on record.

For Archies Limited

Chiranjivi Ramuka
Company Secretary & Compliance Officer

Encl: As Above

ARCHIES LIMITED

C-148, NARAINA INDUSTRIAL AREA, PHASE - 1, NEW DELHI - 110028 (INDIA), CIN : L36999HR1990PLC041175
TEL.: 91-11-41410000, 41412222, Email : archies@archiesonline.com, Website : www.archiesonline.com
REGISTERED OFFICE : PLOT NO. 191-F, SECTOR - 4, I.M.T. MANESAR, GURUGRAM - 122050, HARYANA (INDIA)



ARCHIES LIMITED

Regd. Office: Plot No. 191F, Sector-4, IMT Manesar, Gurugram, Haryana-122050
CIN: L36999HR1990PLC041175, Web: www.archiesonline.com & www.archiesinvestors.in
Email: archies@archiesonline.com, Tel: +91 124 4966666

E- voting starts on	E-voting ends on
Wednesday, 26 th November 2025	Thursday, 25 th December 2025

NOTICE OF POSTAL BALLOT

Dear Members,

NOTICE is hereby given pursuant to the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013, ('Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), each as amended, No. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020 and subsequent circulars issued from time to time, the latest one being General Circular No. 3/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ('MCA Circular') for holding general meetings / conducting postal ballot process through e-voting and any other applicable law, rules and regulations that the Resolution as set out hereunder are proposed for approval by the Members of the Company by means of Postal Ballot by voting through electronic means ('remote e-voting') only.

S.NO	PARTICULARS	TYPE OF RESOLUTION
1	Appointment of M/s Dayal & Maur, Company Secretaries as Secretarial Auditor of the Company for period of 5 (Five) Consecutive Years.	Ordinary Resolution
2	Appointment of Mr. Rijul Bansal as Non-Executive Independent Director of the Company	Special Resolution

In accordance with the provisions of the MCA Circulars, shareholders can vote only through E-voting and hence physical copy of this Notice along with postal ballot forms and pre-paid business envelope is not being sent to the shareholders. Accordingly, the Company has offered E-voting facility to the shareholders to cast their votes electronically and instructions regarding the same are provided in the Notes to this Postal Ballot Notice ('Postal Ballot Notice' or 'Notice'). Shareholders may note that the **E-voting commences on Wednesday, 26th November 2025 from 09:00 a.m IST and ends Thursday, 25th December 2025, 5:00 p.m IST**. Shareholders are requested to read the instructions and notes carefully while expressing their assent or dissent and cast their vote not later than **5:00 p.m. IST on Thursday, 25th December 2025** to be

eligible for being considered, failing which it will be considered that no vote has been received from the shareholders.

The Board of Directors of the Company ('Board') at its meeting held on Friday, 14th November, 2025 appointed M/s Dayal & Maur Company Secretaries (COP No: 7142) as the scrutinizer for conducting the Postal Ballot through e-voting in a fair and transparent manner.

The Scrutinizer will submit his report to the Chairperson or any one of the Key Managerial Personnel of the Company after completion of scrutiny of the E-voting. The results shall be declared at the registered office of the Company on or before **Saturday, 27th December 2025** and communicated to BSE Limited ('BSE'), National Stock Exchange of India Limited ('NSE') (together the 'Stock Exchanges') and MUFG Intime India Private Limited, and will also be displayed on the website of the Company at www.archiesinvestors.in.

SPECIAL BUSINESS:

1. Appointment of M/s Dayal & Maur, Company Secretaries as Secretarial Auditor of the Company for period of 5 (Five) Consecutive Years.

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

"RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013 ('the Act'), Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment thereof for the time being in force and based on the recommendation of the Audit Committee and the Board of Directors, Dayal & Maur, Company Secretaries, New Delhi, (COP No: 7142) holding valid peer review certificate issued by the Institute of Company Secretaries of India, be and are hereby appointed as the Secretarial Auditors of the Company for a term of five (5) consecutive years from FY 2025-2026 to FY 2029-2030 (both inclusive), on the remuneration of Rs. 50,000/- (plus GST as applicable).

RESOLVED FURTHER THAT any director or company secretary of the Company be and is hereby severally authorized to file necessary forms with Registrar of Companies and to do all such act, deeds and things as may be considered necessary to give effect to this resolution."

2. Appointment of Mr. Rijul Bansal as Non-Executive Independent Director of the Company

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

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act 2013 and Rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force) read with schedule IV to the Companies At 2013 and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), (including any statutory modifications or re-enactment thereof for the time being in force), Mr. Rijul Bansal (DIN:11372250) who was appointed by the Board of Directors as an Additional Director of the Company with effect from 14th November, 2025 and who holds the said office pursuant to the Section 161 of Companies Act 2013 read with Regulation 25 (2A) of the Listing

Regulations, including any statutory modification(s) or re-enactment thereof for the time being in force and who is eligible for appointment as a Director, be and is hereby appointed as a Non-Executive Independent Director of the Company not liable to retire by rotation, for a period of Five consecutive years with effect from 14th November 2025 to 13th November 2030.”

“RESOLVED FURTHER THAT the Board of Directors and/or Company Secretary and Compliance Officer of the Company be and are hereby authorized to do all such acts deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution”.

**On behalf of the Board of Directors
Archies Limited**

**Sd/-
Chiranjivi Ramuka
Company Secretary**

Place: Gurugram

Date: 14.11.2025

Registered Office:

F 191, Sector 4, Imt Manesar,
Gurugram, Haryana 122052

Notes:

1. The Postal Ballot Notice is being sent only by electronic mode to those shareholders, whose names appear in the Register of Members/List of Beneficial Owners as on **Friday, 14th November, 2025** and whose e-mail addresses are registered with the Company/Depositories.
2. Postal Ballot Notice will also be available on the Company's website <https://archiesinvestors.in/investors/>, Website of the Stock Exchange i.e BSE and NSE at www.bseindia.com and www.nseindia.com respectively, and on website of MUFG Intime India Private Limited i.e <https://instavote.linkintime.co.in/>
3. In compliance with Sections 108 and 110 of the Act and the rules made thereunder, the MCA Circulars and Regulation 44 of the SEBI Listing Regulations, the Company has provided the facility to the shareholders to exercise their votes electronically and vote on the resolutions through the E-voting service facility arranged by MUFG. Shareholders can vote only through E-voting and are requested to read the instructions on the same in serial no. 10 under the Notes to this Postal Ballot Notice. Shareholders whose names appear in the Register of Members/List of Beneficial Owners as on **Friday, 14th November, 2025** i.e cut off date, will be considered for the purpose of E-Voting.
4. Non-individual shareholders (i.e. Institutional / Corporate shareholders) intending to vote through their authorized representatives are requested to send a scanned copy (in JPEG/PDF format) of a duly certified Board Resolution authorizing their representative(s) to vote on their behalf, pursuant to Section 113 of the Act, to the Scrutinizer at dayalmaur@gmail.com with a copy marked to enotices@in.mpms.mufg.com
5. The Scrutinizer will submit his report to the Chairperson or any one of the Key Managerial Personnel of the Company after completion of scrutiny of the E-voting. The results shall be declared at the registered office of the Company on or before **Saturday, 27th December 2025** and communicated to BSE Limited ('BSE'), National Stock Exchange of India Limited ('NSE') (together the 'Stock Exchanges') and MUFG Intime India Private Limited, and will also be displayed on the website of the Company at www.archiesinvestors.in.
6. The resolutions, if passed by requisite majority, shall be deemed to have been passed on the last date specified for E-voting, i.e. **Thursday, 25th December 2025** as if it has been passed at a general meeting of the shareholders.
7. Relevant documents referred to in the Postal Ballot Notice shall be made available for inspection electronically by the shareholders in accordance with the applicable statutory requirements based on the requests received at investorservices@archiesonline.com mentioning their name, Folio No./ DP ID and Client ID, until the last date for receipt of votes through E-voting.
8. Those Members who are holding shares in physical form and have not updated their e-mail ids with the Company, are requested to update the same by submitting a duly filled and signed Form ISR-1 (Form for registering PAN, KYC details or changes / updation thereof) along with self-attested copy

of the PAN Card, and self-attested copy of any document as address proof (e.g. Driving License, Voter Identity Card, Passport, Masked Aadhaar, etc.), to the Company's RTA at the below mentioned address or by e-mail to enotices@in.mpms.mufig.com.

9. The E-voting period commences on **Wednesday, 26th November 2025 from 09:00 a.m IST and ends Thursday, 25th December 2025, 5:00 p.m IST**. The E-voting module shall be disabled by MUFG thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

10. The instructions for Members for e-voting are as under:

REMOTE EVOTING INSTRUCTIONS:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, 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 correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

- Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "IDeAS Login Section".
- Click on "Beneficial Owner" icon under "IDeAS Login Section".
- Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

- To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
- Enter the last 4 digits of your bank account / generate 'OTP'
- Post successful registration, user will be provided with Login ID and password. Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.



METHOD 2 - NSDL e-voting website

- a) Visit URL: <https://www.evoting.nsdl.com>
- b) Click on the "Login" tab available under 'Shareholder/Member' section.
- c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 3 - NSDL OTP based login

- a) Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
- c) Enter the OTP received on your registered email ID/ mobile number and click on login.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders registered with CDSL Easi/ Easiest facility

METHOD 1 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or www.cdslindia.com & click on New System Myeasi Tab.
- b) Enter existing username, Password & click on "Login".
- c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b) Proceed with updating the required fields for registration.
- c) Post successful registration, user will be provided username and password. Follow steps given above in points (a-c).

METHOD 2 - CDSL e-voting page

- a) Visit URL: <https://www.cdslindia.com>
- b) Go to e-voting tab.
- c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, user shall navigate through “e-voting” option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) Post successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP to InstaVote

Shareholders registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on “Login” under ‘SHARE HOLDER’ tab.
- b) Enter details as under:

1. User ID: Enter User ID
2. Password: Enter existing Password
3. Enter Image Verification (CAPTCHA) Code
4. Click “Submit”.

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no., registered with the Company

(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

Shareholders not registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on “Sign Up” under ‘SHARE HOLDER’ tab & register with details as under:

1. User ID: Enter User ID
2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no., registered with the Company

3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - o Shareholders holding shares in NSDL form, shall provide ‘D’ above

- Shareholders holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above
- 5. Set the password of your choice.
(The password should contain minimum 8 characters, at least one special Character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
- 6. Enter Image Verification (CAPTCHA) Code.
- 7. Click "Submit" (You have now registered on InstaVote).
Post successful registration, click on "Login" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
- B. Select 'View' icon. E-voting page will appear.
- C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
- E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- A. Visit URL: <https://instavote.linkintime.co.in>
- B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"
- C. Fill up your entity details and submit the form.
- D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.

- B. Click on “Investor Mapping” tab under the Menu Section
- C. Map the Investor with the following details:

- 1) ‘Investor ID’ – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
- 2) ‘Investor’s Name - Enter Investor’s Name as updated with DP.
- 3) ‘Investor PAN’ - Enter your 10-digit PAN.
- 4) ‘Power of Attorney’ - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

- D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the “Report Section”.

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “Votes Entry” tab under the Menu section.
- c) Enter the “Event No.” for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under “On-going Events”.
- d) Enter “16-digit Demat Account No.”.
- e) Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- f) A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will see “Notification for e-voting”.
- c) Select “View” icon for “Company’s Name / Event number”.
- d) E-voting page will appear.
- e) Download sample vote file from “Download Sample Vote File” tab.
- f) Cast your vote by selecting your desired option ‘Favour / Against’ in the sample vote file and upload the same under “Upload Vote File” option.
- g) Click on ‘Submit’. ‘Data uploaded successfully’ message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending request at evoting@nsdl.co.in or call at: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on “Login” under ‘SHARE HOLDER’ tab.
- Click “forgot password?”
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab
- Click “forgot password?”
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

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

ITEM NO: 1

Appointment of M/s Dayal & Maur, Company Secretaries as Secretarial Auditor of the Company for period of 5 (Five) Consecutive Years.

In terms of the amended provisions of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, every listed Company is required to undertake Secretarial Audit by a Secretarial Auditor who shall be a peer reviewed Company Secretary, and the appointment shall be approved by the shareholders on the recommendation of Board. In light of the aforesaid amended provisions, the Board of Directors, based on the recommendation of the Audit Committee, agreed to appoint M/s Dayal & Maur, Company Secretaries (COP No: 7142) having the relevant industry experience, subject matter expertise and independence in conducting the secretarial audit and thus the Board of Directors propose their appointment as Secretarial Auditors of the Company for a term of five (5) consecutive years from FY 2025-2026 to FY 2029-2030 on such remuneration as may be mutually agreed upon between the Board of Directors and the Secretarial Auditors, from time to time. The remuneration proposed to be paid to the Auditors for FY 2025-2026 is INR 50,000 (Rupees Fifty Thousand) excluding applicable taxes and out-of-pocket expenses.

M/s. Dayal & Maur is a peer reviewed and quality reviewed firm by the Institute of Company Secretaries of India (ICSI) has its registered office in New Delhi. The firm offers wide range of professional services in the field of corporate laws, SEBI regulations, FEMA regulations including carrying out Secretarial Audits, Due Diligence Audits and Compliance Audits, to its clients.

The Company has received written consent from M/s Dayal & Maur and eligibility certificate that satisfy the criteria provided under the SEBI Listing Regulations and that the appointment, if made, shall be in accordance with the applicable provisions of the said regulations and circulars issued thereunder.

None of the Directors or the Key Managerial Personnel and their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors recommends passing of the resolution as set out under Item No. 1 as an ordinary resolution for approval by the shareholders.

ITEM NO: 2

Appointment of Mr. Rijul Bansal as Non-Executive Independent Director of the Company

Based on the recommendation of the Nomination & Remuneration Committee the Board of Directors at its meeting held on 14th November 2025 appointed Mr. Rijul Bansal as an Additional Director of the Company pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ('Act') and he was also appointed as an Independent Director, not liable to retire by rotation, for a period of Five consecutive years with effect from 14th November 2025 to 13th November 2030. Mr. Rijul Bansal has given a declaration to the Board that he meets the criteria of independence as provided in the Act and the Listing Regulations.

Mr. Rijul Bansal aged 25 years is M.B.A in Marketing from renowned university. He has over 4 years of experience in Digital Marketing and web Developer. He expertise in Social media management and building and maintain websites. He has leadership quality.

Mr. Bansal has confirmed 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 as an Independent Director of the Company. Mr. Bansal has also confirmed that he is not debarred from holding the office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any such authority. Mr. Bansal is not disqualified from being appointed as a Director in terms of Section 164 of the Act. Mr. Bansal has confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

In the opinion of the Board, Mr. Bansal fulfills the conditions specified in the Act for appointment as an Independent Director and his appointment as such would be in the interest of the Company taking into consideration Mr. Bansal's knowledge, background and expertise in the Digital Marketing, Web Development, Social Media Management etc.

Mr. Bansal meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the Listing Regulations and has submitted a declaration to that effect. In the opinion of the Board, Mr. Bansal is independent of the management.

As per Section 152 of the Act and the rules thereunder, a Director can be appointed with the approval of the Members and as per Regulation 17 (1C) of the Listing Regulations, the Company is required to obtain the approval of the Members at the next General Meeting or within a period of three months from the date of appointment, whichever is earlier. Further, as per Regulation 25 (2A) approval of the Members by way of a special resolution is required for the appointment of an Independent Director. Accordingly, approval of the Members is being sought for the appointment of Mr. Bansal as a Director and also as an Independent Director of the Company by way of a Special Resolution.

Your Directors recommend the aforesaid Resolution for approval by the Members by way of a Special Resolution.

Except Mr. Bansal and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel of the Company and their relatives are in anyway concerned or interested, financially or otherwise, in the proposed Special Resolution.

**On behalf of the Board of Directors
Archies Limited**

**Sd/-
Chiranjivi Ramuka
Company Secretary**

Place: Gurugram

Date: 14.11.2025

Registered Office:

F 191, Sector 4, Imt Manesar,
Gurugram, Haryana 122052

Annexure-I**PARTICULARS OF APPOINTMENT OF MR. RIJUL BANSAL AS AN ADDITIONAL (NON-EXECUTIVE AND INDEPENDENT) DIRECTOR [PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

Name of Director	Mr. Rijul Bansal
Reason for Change viz. appointment, resignation, removal, death or otherwise	NIL
Age	25 Years
Qualification	M.BA (Marketing)
Brief Profile and Experience (including expertise in specific functional area) / Brief Resume	Over 4 years of experience in Digital Marketing and web Developer. He expertise in Social media management and building and maintain websites. He has leadership quality.
Terms and Conditions of Appointment / Re-appointment	As per Appointment Letter
Date of Appointment / Re-appointment & term of Appointment	Date of Appointment: 14.11.2025 Term of Appointment: Five years with effect from 14.11.2025
Remuneration last drawn as director (including sitting fees, if any) (in Rs.)	Nil
Remuneration proposed to be paid	As per Appointment Letter
Date of first appointment on the Board	14.11.2025
Shareholding in the Company as 14 th November 2025	Nil
Relationship with other Directors / Key Managerial Personnel	Nil
Number of meetings of the Board attended during the financial year 2024-25 (as director)	Nil
Directorships of other Boards as on March 31, 2025	Nil
Membership / Chairmanship of Committees of other Boards as on March 31, 2025	Nil
Affirmation that Director is not debarred from the holding office of director by virtue of any SEBI order or authority	Mr. Rijul Bansal is not debarred from the holding the office of director by virtue of any SEBI order or any other such authority.