Date: December 5, 2023

Dear Members,

You are cordially invited to attend the Extra Ordinary General Meeting ('EGM') of the members of the Association of Registered Investment Advisers ("the Company") to be held on **Thursday, December 21, 2023** at 05:00 p.m. IST through video conferencing ('VC') or other audio visual means (OAVM) in accordance with the applicable provisions of the Companies Act, 2013.

As per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 the Company is pleased to offer facility for e-voting (remote e-voting and during the EGM) through electronic means to its Members in respect of the business to be transacted at the EGM. The Notice of the meeting containing the business to be transacted along with instructions for e-voting are enclosed herewith.

Yours Truly,

---Sd---
Vivek Rege
Chairman & Director
DIN: (02040102)

Enclosures:

1. Notice of the EGM
2. Instructions for e-voting
3. Proposed Altered Articles of Association

NOTICE is hereby given that the Extra Ordinary General Meeting ("**EGM**") of the Members of Association of Registered Investment Advisers ("**Company**") will be held on Thursday, December 21, 2023 at 05:00 P.M. IST through electronic mode [video conference ("VC") or other audio visual means ("OAVM")] to transact the following business:

SPECIAL BUSINESS:

I. Amendment to Articles of Association (AoA)

Item No. 1: Approval and adoption of restated Articles of Association (AoA) 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 Section14 and any other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to the receipt of approval from Central Government or such other prescribed authority(ies), the draft regulations contained in the Articles of Association submitted and placed before this Meeting be and are hereby approved and adopted by the Members in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company.

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to the foregoing resolution and to settle any question, make necessary amendments required by the concerned authority that may arise to give effect to the foregoing resolution for matters connected therewith or incidental thereto."

II. Election and Appointment of Directors

The members are informed that there are nine (9) vacancies coming up at the Board of Directors of the Company due to the completion of the first term of 3 years of directorship of Mr. Vivek Rege, Mr. Harsh Roongta, Mr. Vishal Dhawan, Mr. Amit Kukreja, Ms. Dilshad Billimoria, Mr. Rohit Shah, Mr. Lovaii Navlakhi, Ms. Renu Maheshwari and Mr. Tarun Birani on December 29, 2023.

As per the process, the Company received seventeen (17) applications for the position of Directors on the Board against nine (9) vacancies.

It is pertinent to note that the details of the 17 applicants, as received by the Company, have been provided in the explanatory statement annexed to this notice. Accordingly, the members are requested to read the same thoroughly and select the best 9 candidates out of the total 17 applicants.

The Members are free to cast their vote and select the best nine (9) candidates for the said vacant positions. The details of the candidates contesting elections are given further in the Notice in **alphabetical order.**

Item No. 2: Appointment of Mr. Abhishek Banerjee as Director:

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

"**RESOLVED THAT** pursuant to the provisions of the Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Abhishek Banerjee (DIN: 08453270) authorised representative of Lotusdew Wealth and Investment Advisors Private Limited be and is hereby appointed as Director of the Company, effective December 29, 2023, who shall hold office for a term of three years from December 29, 2023 with eligibility for reappointment for another term of three years.

RESOLVED FURTHER THAT any of the Director be and are hereby severally authorized to file necessary forms with Ministry of Corporate Affairs, update necessary registers, settle any question that may arise and to do all such acts and deeds that may be required to give effect to the foregoing resolution."

Item No. 3: Appointment of Ms. Aditi Nundy as Director:

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

"**RESOLVED THAT** pursuant to the provisions of the Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, Ms. Aditi Nundy (DIN: 00288327) authorised representative of Dayco Securities Private Limited be and is hereby appointed as Director of the Company, effective December 29, 2023, who shall hold office for a term of three years from December 29, 2023 with eligibility for reappointment for another term of three years.

RESOLVED FURTHER THAT any of the Director be and are hereby severally authorized to file necessary forms with Ministry of Corporate Affairs, update necessary registers, settle any question that may arise and to do all such acts and deeds that may be required to give effect to the foregoing resolution."

Item No. 4: Re-appointment of Mr. Amit Kukreja as Director:

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

"**RESOLVED THAT** pursuant to the provisions of the Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Amit Kukreja (DIN: 06855921) be and is hereby appointed as Director of the Company who shall hold office for a term of three years from December 29, 2023.

RESOLVED FURTHER THAT any of the Director be and are hereby severally authorized to file necessary forms with Ministry of Corporate Affairs, update necessary registers, settle any question that may arise and to do all such acts and deeds that may be required to give effect to the foregoing resolution."

Item No. 5: Appointment of Mr. Ashutosh Bishnoi as Director:

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

"**RESOLVED THAT** pursuant to the provisions of the Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Ashutosh Bishnoi (DIN: 02926849) authorised representative of Multi-Act Trade & Investments Private Limited be and is hereby appointed as Director of the Company, effective December 29, 2023, who shall hold office for a term of three years from December 29, 2023 with eligibility for reappointment for another term of three years.

RESOLVED FURTHER THAT any of the Director be and are hereby severally authorized to file necessary forms with Ministry of Corporate Affairs, update necessary registers, settle any question that may arise and to do all such acts and deeds that may be required to give effect to the foregoing resolution."

Item No. 6: Re-appointment of Ms. Dilshad Billimoria as Director:

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

"**RESOLVED THAT** pursuant to the provisions of the Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, Ms. Dilshad Billimoria (DIN: 05333382) authorised representative of Dilzer Consultants Private Limited be and is hereby appointed as Director of the Company who shall hold office for a term of three years from December 29, 2023.

RESOLVED FURTHER THAT any of the Director be and are hereby severally authorized to file necessary forms with Ministry of Corporate Affairs, update necessary registers, settle any question that may arise and to do all such acts and deeds that may be required to give effect to the foregoing resolution."

Item No. 7: Re-appointment of Mr. Harsh Roongta as Director:

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

"**RESOLVED THAT** pursuant to the provisions of the Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Harsh Roongta (DIN: 00537172) authorised representative of Fee Only Investment Advisors LLP be and is hereby appointed as Director of the Company who shall hold office for a term of three years from December 29, 2023.

RESOLVED FURTHER THAT any of the Director be and are hereby severally authorized to file necessary forms with Ministry of Corporate Affairs, update necessary registers, settle any question that may arise and to do all such acts and deeds that may be required to give effect to the foregoing resolution."

Item No. 8: Appointment of Ms. Kavitha Menon as Director:

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

"**RESOLVED THAT** pursuant to the provisions of the Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, Ms. Kavitha Menon (DIN: 10405819) be and is hereby appointed as Director of the Company, effective December 29, 2023, who shall hold office for a term of three years from December 29, 2023 with eligibility for reappointment for another term of three years.

RESOLVED FURTHER THAT any of the Director be and are hereby severally authorized to file necessary forms with Ministry of Corporate Affairs, update necessary registers, settle any question that may arise and to do all such acts and deeds that may be required to give effect to the foregoing resolution."

Item No. 9: Appointment of Mr. Kranthi Pulluru as Director:

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

"**RESOLVED THAT** pursuant to the provisions of the Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Kranthi Pulluru (DIN: 06929606) authorised representative of Svobodha Infinity Investment Advisors Private Limited be and is hereby appointed as Director of the Company, effective December 29, 2023, who shall hold office for a term of three years from December 29, 2023 with eligibility for reappointment for another term of three years.

RESOLVED FURTHER THAT any of the Director be and are hereby severally authorized to file necessary forms with Ministry of Corporate Affairs, update necessary registers, settle any question that may arise and to do all such acts and deeds that may be required to give effect to the foregoing resolution."

Item No. 10: Re-appointment of Mr. Lovaii Navlakhi as Director:

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

"**RESOLVED THAT** pursuant to the provisions of the Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Lovaii Navlakhi (DIN: 01023139) authorised representative of International Money Matters Private Limited be and is hereby appointed as Director of the Company who shall hold office for a term of three years from December 29, 2023.

RESOLVED FURTHER THAT any of the Director be and are hereby severally authorized to file necessary forms with Ministry of Corporate Affairs, update necessary registers, settle any question that may arise and to do all such acts and deeds that may be required to give effect to the foregoing resolution."

Item No. 11: Appointment of Mr. Nirakar Pradhan as Director:

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

"**RESOLVED THAT** pursuant to the provisions of the Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Nirakar Pradhan (DIN: 08291352) authorised representative of Finkasturi Nivesh Private Limited be and is hereby appointed as Director of the Company, effective December 29, 2023, who shall hold office for a term of three years from December 29, 2023 with eligibility for reappointment for another term of three years.

RESOLVED FURTHER THAT any of the Director be and are hereby severally authorized to file necessary forms with Ministry of Corporate Affairs, update necessary registers, settle any question that may arise and to do all such acts and deeds that may be required to give effect to the foregoing resolution."

Item No. 12: Appointment of Mr. Rohit Wadhwa as Director:

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

"**RESOLVED THAT** pursuant to the provisions of the Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Rohit Wadhwa (DIN: 10053831) authorised representative of 360 ONE Investment Adviser and Trustee Services Limited be and is hereby appointed as Director of the Company, effective December 29, 2023, who shall hold office for a term of three years from December 29, 2023 with eligibility for reappointment for another term of three years.

RESOLVED FURTHER THAT any of the Director be and are hereby severally authorized to file necessary forms with Ministry of Corporate Affairs, update necessary registers, settle any question that may arise and to do all such acts and deeds that may be required to give effect to the foregoing resolution."

Item No. 13: Re-appointment of Ms. Renu Maheshwari as Director:

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

"**RESOLVED THAT** pursuant to the provisions of the Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, Ms. Renu Maheshwari (DIN: 07151535) be and is hereby appointed as Director of the Company who shall hold office for a term of three years from December 29, 2023.

RESOLVED FURTHER THAT any of the Director be and are hereby severally authorized to file necessary forms with Ministry of Corporate Affairs, update necessary registers, settle any question that may arise and to do all such acts and deeds that may be required to give effect to the foregoing resolution."

Item No. 14: Appointment of Mr. Santosh Navlani as Director:

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

"**RESOLVED THAT** pursuant to the provisions of the Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Santosh Navlani (DIN: 02688056) authorised representative of Banayantree Services Limited be and is hereby appointed as Director of the Company, effective December 29, 2023, who shall hold office for a term of three years from December 29, 2023 with eligibility for reappointment for another term of three years.

RESOLVED FURTHER THAT any of the Director be and are hereby severally authorized to file necessary forms with Ministry of Corporate Affairs, update necessary registers, settle any question that may arise and to do all such acts and deeds that may be required to give effect to the foregoing resolution."

Item No. 15: Appointment of Mr. Shailendra Kumar as Director:

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

"**RESOLVED THAT** pursuant to the provisions of the Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Shailendra Kumar (DIN: 07403518) authorised representative of Rightfocus Investments Private Limited be and is hereby appointed as Director of the Company, effective December 29, 2023, who shall hold office for a term of three years from December 29, 2023 with eligibility for reappointment for another term of three years.

RESOLVED FURTHER THAT any of the Director be and are hereby severally authorized to file necessary forms with Ministry of Corporate Affairs, update necessary registers, settle any question that may arise and to do all such acts and deeds that may be required to give effect to the foregoing resolution."

Item No. 16: Appointment of Ms. Sonam Srivastava as Director:

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

"**RESOLVED THAT** pursuant to the provisions of the Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, Ms. Sonam Srivastava (DIN: 8608826) authorised representative of Wryght Research & Capital Private Limited be and is hereby appointed as Director of the Company, effective December 29, 2023, who shall hold office for a term of three years from December 29, 2023 with eligibility for reappointment for another term of three years.

RESOLVED FURTHER THAT any of the Director be and are hereby severally authorized to file necessary forms with Ministry of Corporate Affairs, update necessary registers, settle any question that may arise and to do all such acts and deeds that may be required to give effect to the foregoing resolution."

Item No. 17: Re-appointment of Mr. Tarun Birani as Director:

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

"**RESOLVED THAT** pursuant to the provisions of the Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Tarun Birani (DIN: 02058530) authorised representative of TBNG Capital Advisors Private Limited be and is hereby appointed as Director of the Company who shall hold office for a term of three years from December 29, 2023.

RESOLVED FURTHER THAT any of the Director be and are hereby severally authorized to file necessary forms with Ministry of Corporate Affairs, update necessary registers, settle any question that may arise and to do all such acts and deeds that may be required to give effect to the foregoing resolution."

Item No. 18: Re-appointment of Mr. Vivek Rege as Director:

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

"**RESOLVED THAT** pursuant to the provisions of the Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Vivek Rege (DIN: 02040102) authorised representative of VR Wealth Advisors Private Limited be and is hereby appointed as Director of the Company who shall hold office for a term of three years from December 29, 2023.

RESOLVED FURTHER THAT any of the Director be and are hereby severally authorized to file necessary forms with Ministry of Corporate Affairs, update necessary registers, settle any question that may arise and to do all such acts and deeds that may be required to give effect to the foregoing resolution."

By Order of the Board of Directors
For **Association of Registered Investment Advisers**

---Sd---

Vivek Rege
Director
DIN: (02040102)

Registered Office:

701/ 702 Madhava Building 7th Floor,
Bandra Kurla Comp, Bandra (E),
Mumbai – 400051

Date: December 5, 2023
Place: Mumbai

NOTES:

1. **Explanatory Statement:** An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business to be transacted at the EGM is annexed hereto and forms part of this Notice as **Annexure 1.**

2. **Procedure for Attending the EGM Through Video Conference (VC) or Other Audio Visual Means (OAVM):** The Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 10/2022 dated December 28, 2022 which is in continuation of circular dated September 25, 2023, May 05, 2022, read with other circulars dated January 13, 2021, May 05, 2020, April 8, 2020 and April 13, 2020 permitted the holding of the General Meeting through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the

Act and MCA Circulars, the EGM of the Company is being held through VC / OAVM. The deemed venue for the EGM shall be the registered office of the Company.

(i) Members are requested to follow the instructions given below to attend and view the live proceedings of the EGM:

- Log in on the CDSL website at **https://www.evotingindia.com** using your remote e-voting credentials. The link for VC/OAVM will be available in members' login where the EVSN of Company will be displayed. For detailed procedure, kindly refer **Annexure 2** to this Notice. The same is also available on the Company's website, **www.aria.org.in**

- Members are permitted to join the EGM through the VC/OAVM mode, 15 minutes before the scheduled time of commencement of EGM and 15 minutes thereafter, by following the procedure mentioned in **Annexure 2** of this Notice.

- Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the instructions provided under **Annexure-2** to this Notice.

- Members are encouraged to join the Meeting through Laptop/ desktop for better experience and use Internet with a good speed to avoid any disturbance during the EGM. Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

(ii) The facility of participation at the EGM through VC/OAVM will be made available to the members on first come first serve basis. This will not include Directors, Statutory Auditors, etc. who are allowed to attend the EGM without any restrictions pertaining to joining the EGM on a first come first serve basis.

(iii) The attendance of the Members attending the EGM through VC / OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Act.

(iv) Since this EGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the EGM. Therefore, the Proxy Form as well as the Attendance Slip are not annexed to this Notice.

(v) The transcript of the meeting will be made available on the Company's website **www.aria.org.in** as soon as it is available.

3. **Electronic Dissemination of Notice:** In compliance with the aforesaid requirements of the MCA Circulars, electronic copy of the Notice have been sent to members whose e- mail ids are registered with the Company through electronic means and no physical Notice is being sent to any Member. Members may also note that the Notice of the EGM is also available on the Company's website i.e. **www.aria.org.in** and on the website of Central Depository Services (India) Limited ("CDSL") i.e.

www.evotingindia.com, appointed by the Company as the authorized agency to provide voting facility by electronic means.

4. 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 to be approved at the EGM.

5. **Route Map:** Since the EGM will be held through VC / OAVM, the route map is not annexed to the Notice.

6. **Cut-off Date:** This Notice is being sent to all the Members of the Company, whose names appear in the Register of Members as on Thursday, December 14, 2023 (cut-off date). Only Members as on the cut-off date is entitled to exercise his vote. The members who have not yet registered their e-mail ids with the Company may send an email to **directors@aria.org.in** for registering their e-mail ids on or before Thursday, December 14, 2023 (same as cut-off date). The Company shall send the Notice to such members whose e-mail ids get registered within the aforesaid time enabling them to participate in the meeting and cast their votes.

7. **Members' Record Updation:** Members are requested to update their current email Id by login at **www.aria.org.in**

8. **Member Queries with Respect to Businesses as Stated in the Notice of this EGM:**

For smooth conduct of EGM proceedings, Members who have queries with regard to the matters to be placed at the EGM, can send their request by providing their registered name, organisation and mobile number from their registered e-mail ID to **directors@aria.org.in** at least 24 hours in advance before the start of meeting i.e. by Wednesday, December 20, 2023 before 05:00 p.m. (IST).

(i) Members who wish to ask questions or express their views at the EGM may register themselves as a **'Speaker'** by registering themselves with the Company by sending their request by providing their name, membership id and mobile number from their registered e-mail ID to **directors@aria.org.in** at least 24 hours in advance before the start of meeting i.e. by Wednesday, December 20, 2023 before 05:00 p.m. (IST).

(ii) In case of any query during the meeting, Members may utilize the 'Q&A' option available in the meeting room, and post questions along with their details name, membership id, registered e-mail ID and mobile number, to enable the Company to respond to their queries either at the meeting, if time permits, or subsequent to the meeting.

Members may note that the Company reserves the right to restrict the number of questions and number of speakers during the EGM, depending upon availability of time and for conducting the proceedings of the meeting smoothly.

9. **E-voting:** In terms of the aforesaid Circulars, the businesses set out in the Notice will be transacted by the members only through remote e-voting or through the e-voting system provided during the meeting while participating through VC facility.

(i) In accordance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereto, the Company has engaged the services of Central Depository Securities (India)Limited ('CDSL') to provide the facility of voting through electronic means to the members to enable them to cast their votes electronically in respect of all the businesses to be transacted at the aforesaid Meeting.

(ii) The Company has appointed Ms. Krupa Joisar, Practicing Company Secretaries (Membership No. 11117) as the Scrutinizer for scrutinizing the entire e-voting process i.e. remote e-voting and e-voting during the EGM to ensure that the process is carried out in a fair and transparent manner.

(iii) Members attending the EGM through VC / OAVM should note that those who are entitled to vote but have not exercised their right to vote by remote e-voting, may vote during the EGM through e-voting for all businesses specified in the Notice. The Members who have exercised their right to vote by remote e-voting may attend the EGM but cannot vote during the EGM.

(iv) Voting rights of the members (for voting through remote e-voting or e-voting system provide in the Meeting) shall be one member – one vote as on the cut-off date i.e. Thursday, December 14, 2023

(v) A Member can opt for only one mode of voting i.e. either through Remote e-voting or voting at the EGM. If a member cast votes by both modes, then voting done through remote e-voting shall prevail.

(vi) The remote e-voting period begins on Friday, December 15, 2023 (09.00 a.m. IST onwards) and ends on Wednesday, December 20, 2023 (up to 05.00 p.m. IST). The remote e-voting module shall be disabled by CDSL for voting thereafter i.e. beyond 05.00 p.m. IST of December 20, 2023. For e-voting, please read carefully the "Instructions for e-voting" enumerated in this Notice as **Annexure 2**.

(vii) The results of remote e-voting and e- voting system provided in the Meeting shall be aggregated and declared on or after the Meeting of the Company by the Chairman or by any other person duly authorized in this regard.

(viii) The Scrutinizer, after completion of scrutiny, will submit report within 48 hours to the Chairperson or any Director of the Company as may be authorized in writing in this regard.

(ix) The results declared along with the report of the scrutinizer shall be placed on the Company's website i.e. **www.aria.org.in** and on the website of CDSL i.e. **www.evotingindia.com** immediately after the result is declared by the Chairman.

(x) If the proposed resolution is assented by requisite majority, it shall be deemed to have been passed on the date of the EGM i.e. on December 21, 2023.

10. **Inspection of documents:** The requisite copy of Register(s)and other relevant documents shall be made available only in electronic form for inspection during the Meeting through VC which can be accessed at **www.aria.org.in**

11. **Webcast:** The Company is providing the facility of live webcast of proceedings of the EGM. Members who are entitled to participate in the EGM can view the proceedings of EGM by logging on the website of CDSL at **www.evotingindia.com** using their login credentials.

Annexure – 1: Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

This explanatory statement sets out all material facts and information relating to the Special Business mentioned in the accompanying Notice for convening the Extra Ordinary General Meeting of the Company.

Item No. 1: Approval and adoption of restated Articles of Association (AoA) of the Company:

The Board of Directors of the Company in its meeting held on November 28, 2023 have approved (subject to the approval of the Members and approval from Central Government or such other prescribed authority) and adopted a new set of AoA in substitution, and to the entire exclusion, of the existing AoA of the Company. The Member's attention is invited to the following brief alterations proposed in the new set of AoA:

1. It has been explicitly stated that the fees paid by members are non-refundable.
2. Individuals seeking reinstatement as a member of the Company after expulsion or cessation of membership as outlined in Articles 2.7.vii. or 2.7.viii. must obtain prior approval from the Board.
3. The cooling-off period for a director contesting election(s) has been revised to one year, reducing it from two years after the completion of their tenure or resignation, whichever occurs earlier.
4. Members are hereby notified of various minor cosmetic amendments made to the Articles of Association (AoA) of the Company.

The draft of the new set of AoA proposed for approval is being circulated along with this Notice as Annexure-3 and is also available for inspection by the Members of the Company as set out in this Notice during any working day (except Saturday, Sunday or any other Public and bank holiday) from 10.30 am to 5.00 pm at the registered office of the Company.

Pursuant to Section 14 of the Act, the consent of the Members by way of Special Resolution and approval of the Central Government (delegated to the Regional Director) is required for alteration of AoA of the Company.

The Board of Directors recommend passing of this Special Resolution. None of the Directors or their relatives are interested or concerned, financially or otherwise, in the resolution set out at item no. 1 except to the extent of their membership in the Company.

Item No. 2: Appointment of Mr. Abhishek Banerjee as Director:

Mr. Abhishek Banerjee, aged 43 years, founder of LotusDew, has over a decade experience with asset allocation, portfolio construction and quantitative investments. Formerly, he worked as a Sr. Research Analyst at Franklin Templeton in the Systematic Strategies Group researching on asset allocation, expected return models and long-short global macro hedge fund strategies. He was also a named fund manager with a $140 bn industry pension fund MN in the Netherlands. He is a Computer Science Engineer and an MBA from Rotterdam School of Management & Duke University, Fuqua School of Business. He is also a Chartered Alternative Investment Analyst and a NISM Certified IA and has total years of experience of 15 years.

Mr. Abhishek Banerjee is not in-eligible to be appointed as a Director in terms of Section 164 of the Act. A declaration to this effect and his consent to act as Director has been received from him. The Board recommends his appointment, if the Members deem fit.

Mr. Abhishek Banerjee is not related to any Director of the Company.

None of the Directors or their relatives are interested or concerned, financially or otherwise, in the resolution set out in Item No. 2 except to the extent of their membership in the Company.

Item No. 3: Appointment of Ms. Aditi Nundy as Director:

Ms. Aditi Nundy, aged 51 years, is a Managing Director at Dayco Securities Pvt Ltd and a Member of National Stock Exchange of India Ltd, BSE Ltd, Depository Participant, National Securities Depository Ltd, Registered Investment Advisor, Registered Research Analyst, Pension Fund Regulatory and Development Authority, SEBI RIA, Stock Broker, NSDL, PFRDA.

She possesses various qualifications and certifications viz. CFP Certification, NISM Series Certification and has total years of experience of 30 years.

Ms. Aditi Nundy is not in-eligible to be appointed as a Director in terms of Section 164 of the Act. A declaration to this effect and her consent to act as Director has been received from her. The Board recommends her appointment, if the Members deem fit.

Ms. Aditi Nundy is not related to any Director of the Company.

None of the Directors or their relatives are interested or concerned, financially or otherwise, in the resolution set out in Item No. 3 except to the extent of their membership in the Company.

Item No. 4: Re-appointment of Mr. Amit Kukreja as Director:

Mr. Amit Kukreja, aged 50 years, is a fee-only financial advisor, registered with SEBI as an Investment Adviser – Individual and with FPSB India as a Certified Financial Planner (CFP). He is also a Certified Financial Transitionist (CeFT®), registered with the Financial Transition Institute in Florida.

He specializes in managing double-income families where two strongly opinionated individuals may come in the way of their collective financial well-being. He also specializes in helping people manage their money when they are going through planned or unplanned changes (called Transitions) in their lives like a divorce, loss of a job, major career change, marriage or re-marriage, sale of a business, loss of an earning member in the family, retirement or a pre-mature retirement.

He has pioneered fee-only practice and has been a financial advisor since 2011. In his previous career of 15 years, he worked in Information Technology space specializing in consulting & delivery of technology solutions for global companies. ***He is one of the existing Directors of ARIA.***

Mr. Amit Kukreja is not in-eligible to be appointed as a Director in terms of Section 164 of the Act. A declaration to this effect and his consent to act as Director has been received from him. The Board recommends his appointment, if the Members deem fit.

Mr. Amit Kukreja is not related to any Director of the Company.

None of the Directors or their relatives are interested or concerned, financially or otherwise, in the resolution set out in Item No. 4 except to the extent of their membership in the Company.

Item No. 5: Appointment of Mr. Ashutosh Bishnoi as Director:

Mr. Ashutosh Bishnoi, aged 62 years, has nearly four decades of experience in the Financial Service and consumer marketing businesses in India. Since October 2022, he is a Director on the Board of Multi-Act, a specialist Family Office Advisory firm that focuses on Family Offices and Ultra High Networth

Individuals. He is also a Director on the Board of Airawat Indices since February 2023. He studied for an MBA at the Symbiosis Institute of Business Management, Pune; and for the Mahindra Universe Program at Harvard Business School, Boston.

Mr. Ashutosh Bishnoi is not in-eligible to be appointed as a Director in terms of Section 164 of the Act. A declaration to this effect and his consent to act as Director has been received from him. The Board recommends his appointment, if the Members deem fit.

Mr. Ashutosh Bishnoi is not related to any Director of the Company.

None of the Directors or their relatives are interested or concerned, financially or otherwise, in the resolution set out in Item No. 5 except to the extent of their membership in the Company.

Item No. 6: Re-appointment of Ms. Dilshad Billimoria as Director:

Ms. Dilshad Billimoria, aged 46 years, is the Founder, Managing Director and Chief Financial Planner at Dilzer Consultants Pvt. Ltd. She is also a Life Underwriter Training Council Fellow LUTCF American College USA and IAIFM since June 2007.

She is also certified by the National Institute of Securities Markets (NISM) for the Investment Advisory Regulation XA/ XB/XXX1A. She has completed her post-graduate in Finance and Business Management from NMIMS College Pune. She has completed the Foundation Course in Financial Life Planning from Kinder Institute of Life Planning. She has over 22+ years of experience in the financial advisory domain. ***She is one of the existing Directors of ARIA.***

Ms. Dilshad Billimoria is not in-eligible to be appointed as a Director in terms of Section 164 of the Act. A declaration to this effect and her consent to act as Director has been received from her. The Board recommends her appointment, if the Members deem fit.

Ms. Dilshad Billimoria is not related to any Director of the Company.

None of the Directors or their relatives are interested or concerned, financially or otherwise, in the resolution set out in Item No. 6 except to the extent of their membership in the Company.

Item No. 7: Re-appointment of Mr. Harsh Roongta as Director:

Mr. Harsh Roongta, aged 62 years, is Partner & Principal Officer of Fee Only Investment Advisors LLP - a SEBI registered Investment Advisory firm. He is a Chartered Accountant with a vast experience of 37 years. He has been involved in starting retail lending business from scratch for ICICI and was founder of venture funded startups - Apnaloan.com and Apanapaisa.com. He writes a fortnightly column "Truth be told" in Business Standard and has regular media appearances on personal finance matters.

He has been active in the investment advisory community and has conducted many workshops for advisors on Home Loans and NRI taxation and remittance and how to use it to increase their practise areas. He specializes in financial behaviour coaching, Investment management, retail loans & NRI & tax consulting. He is also on the governing council of Sahamati a Section 8 not for profit Company that evangelises the adoption of the Account Aggregator framework across the entire ecosystem. ***He is one of the existing Director on the Board and also a Promoter Director of ARIA.***

Mr. Harsh Roongta is not in-eligible to be appointed as a Director in terms of Section 164 of the Act. A declaration to this effect and his consent to act as Director has been received from him. The Board recommends his appointment, if the Members deem fit.

Mr. Harsh Roongta is not related to any Director of the Company.

None of the Directors or their relatives are interested or concerned, financially or otherwise, in the resolution set out in Item No. 7 except to the extent of their membership in the Company.

Item No. 8: Appointment of Ms. Kavitha Menon as Director:

Ms. Kavitha Menon, aged 45 years, is India's first fee only Investment Advisor registered with SEBI. She started working as a wealth manager with a private bank, followed by an eight year stint with a private wealth management Company. It was her desire to bring client centric advisory services to high net worth families and hence, decided to chart her own path as a fee based advisor in 2013.

Her qualifications are MMS Finance, CFA (ICFAI), CFP© She has two decades of rich experience in wealth advisory and financial planning and investment advisory.

Ms. Kavitha Menon is not in-eligible to be appointed as a Director in terms of Section 164 of the Act. A declaration to this effect and her consent to act as Director has been received from her. The Board recommends her appointment, if the Members deem fit.

Ms. Kavitha Menon is not related to any Director of the Company.

None of the Directors or their relatives are interested or concerned, financially or otherwise, in the resolution set out in Item No. 8 except to the extent of their membership in the Company.

Item No. 9: Appointment of Mr. Kranthi Pulluru as Director:

Mr. Kranthi Pulluru, aged 41 years, has more than 17 years of experience in diversified companies including Pharma, Telecommunications, IT and Investment advisory. For the past 4 years, he has been into the Investment Advisory business.

Mr. Kranthi Pulluru is not in-eligible to be appointed as a Director in terms of Section 164 of the Act. A declaration to this effect and his consent to act as Director has been received from him. The Board recommends his appointment, if the Members deem fit.

Mr. Kranthi Pulluru is not related to any Director of the Company.

None of the Directors or their relatives are interested or concerned, financially or otherwise, in the resolution set out in Item No. 9 except to the extent of their membership in the Company.

Item No. 10: Re-appointment of Mr. Lovaii Navlakhi as Director:

Mr. Lovaii Navlakhi, aged 63 years, has a work experience of over four decades, all in Finance. These have been almost evenly split between Corporate Finance where he spent most of his professional career, and Personal Finance – the latter led him to found International Money Matters, one of the flag-bearers of the RIA profession and among the early adopters of fee based advice.

He believes in continuing education as a way of life; not just for himself, but also for his clients; the latter being implemented by communicating in English, rather than in Finance (with jargons). As an example of

the first, he was among the first batch of CFP's (Certified Financial Planners) in India, and went one better by being the first Certified Financial Transitionist (CeFT) from India. This program encourages deeper understanding of the way individuals make decisions (or not) when they are undergoing transitions -- something that one will experience multiple times in their lifetime.

Even before that, the MBA in Finance was from the now reputed S P Jain Institute (SPJIMR) -- not surprisingly, from the first batch. The passion to strive for excellence and dig deeper has helped him win awards, the most notable being the Global Financial Planner award winner for the Asia Region, 2018.

He is one of the existing Director on the Board and also a Promoter Director of ARIA.

Mr. Lovaii Navlakhi is not in-eligible to be appointed as a Director in terms of Section 164 of the Act. A declaration to this effect and his consent to act as Director has been received from him. The Board recommends his appointment if the Members deem fit.

Mr. Lovaii Navlakhi is not related to any Director of the Company.

None of the Directors or their relatives are interested or concerned, financially or otherwise, in the resolution set out in Item No. 10 except to the extent of their membership in the Company.

Item No. 11: Appointment of Mr. Nirakar Pradhan as Director:

Mr. Nirakar Pradhan brings with him 35 years of financial industry experience working across multi-cultural organisations in India and Europe. His core competence lies in Treasury, Investment and Enterprise Risk Management having led teams in two global players, i.e. State Bank of India (India's largest Bank) and Generali Group (a leading European player in Insurance and Asset Management).

His previous assignments include Head of Investment Control, Generali Investments (Paris, 2015-17), Chief Investment Officer, Future Generali India Life Insurance Company Limited (Mumbai, 2008-2014), Head of Investments (SBI, Frankfurt, 2003-07), Head of Treasury (SBI Gilts, now DFHI, Mumbai 1998-2002). He is the founder Director and Chief Investment Advisor of Finkasturi Nivesh Pvt Ltd, (www.finkasturi.com), a SEBI registered Investment Advisor. He is also an Independent Director in NAVI AMC Trustee Board.

He holds a Ph.D. in Business Administration from Utkal University, India. He is a CFA Charter Holder, Certified Financial Risk Manager (FRM) and Professional Risk Manager (PRM). He has been an active volunteer of the CFA Institute and Professional Risk Managers' International Association (PRMIA) for the last ten years. He takes keen interest in promoting financial education, innovation and best market practices through conferences, media, industry and academic institutions.

Mr. Nirakar Pradhan is not in-eligible to be appointed as a Director in terms of Section 164 of the Act. A declaration to this effect and his consent to act as Director has been received from him. The Board recommends his appointment, if the Members deem fit.

Mr. Nirakar Pradhan is not related to any Director of the Company.

None of the Directors or their relatives are interested or concerned, financially or otherwise, in the resolution set out in Item No. 11 except to the extent of their membership in the Company.

Item No. 12: Appointment of Mr. Rohit Wadhwa as Director:

Mr. Rohit Wadhwa, aged 52 years, is a management graduate with over 28 years of experience in Private Banking, Fixed income and Equity broking businesses. He is a Principal Officer in 360 ONE Investment Advisor & Trustee Services Ltd. where his key responsibilities are ability to engage with a diverse client base, provide investment advisory services, involved in resource mobilization, experience of trading on the stock exchange floor, vast exposure of Fixed income and Equity markets.

He has passed Level I of the CFA examination, completed a few NISM Certifications, and has done his MBA from FORE School of Management, New Delhi.

Mr. Rohit Wadhwa is not in-eligible to be appointed as a Director in terms of Section 164 of the Act. A declaration to this effect and his consent to act as Director has been received from him. The Board recommends his appointment, if the Members deem fit.

Mr. Rohit Wadhwa is not related to any Director of the Company.

None of the Directors or their relatives are interested or concerned, financially or otherwise, in the resolution set out in Item No. 12 except to the extent of their membership in the Company.

Item No. 13: Re-appointment of Ms. Renu Maheshwari as Director:

Ms. Renu Maheshwari, aged 57 years, Founder and Principal Advisor of Finscholarz Wealth Managers is an Individual RIA. First individual RIA from TN she has been practicing Fiduciary (Fee Only), Client Centric, Holistic Financial Planning and Investment Advisory since 2013. An MBA (Fin), CFP, CFA – 1, she has 30+ years of experience in various fields of finance. Being adjudged as one of the best RIAs in the country multiple times by various broadcasters, she runs a full-service RIA office, specialising in whole life planning and retirement management. ***She is one of the existing Director on the Board and also a Promoter Director of ARIA*** and also the Member of CFP Advisory Council of India for FPSB, USA.

Ms. Renu Maheshwari is not in-eligible to be appointed as a Director in terms of Section 164 of the Act. A declaration to this effect and her consent to act as Director has been received from her. The Board recommends her appointment, if the Members deem fit.

Ms. Renu Maheshwari is not related to any Director of the Company.

None of the Directors or their relatives are interested or concerned, financially or otherwise, in the resolution set out in Item No. 13 except to the extent of their membership in the Company.

Item No. 14: Appointment of Mr. Santosh Navlani as Director:

Mr. Santosh Navlani holds an overall experience of almost 20 years in finance sector. Presently, he holds the position of CEO & director of Banayantree Services Limited. Previously, he has also served as vice president-digital initiatives and e-business of DSP BlackRock Mutual Fund and Director - Brand Advertising Business of InMobi. He holds his graduation degree in Bachelor of Engineering and is also an MBA.

Mr. Santosh Navlani is not in-eligible to be appointed as a Director in terms of Section 164 of the Act. A declaration to this effect and his consent to act as Director has been received from him. The Board recommends his appointment, if the Members deem fit.

Mr. Santosh Navlani is not related to any Director of the Company.

None of the Directors or their relatives are interested or concerned, financially or otherwise, in the resolution set out in Item No. 14 except to the extent of their membership in the Company.

Item No. 15: Appointment of Mr. Shailendra Kumar as Director:

Mr. Shailendra Kumar co-founded FinAtoZ (Rightfocus Investments Pvt Ltd), a SEBI Registered Investment Advisory Company. He is a 46yrs old young man and has an overall industry experience of over 24 years. He has received his certification in Financial Markets from Yale University (U.S.) and did his Masters in Financial Management from NMIMS Mumbai. He holds his graduation B.E degree in Electronics & Communication from IIT-Roorkee.

Before starting FinAtoZ, Shailendra headed the products division in Sasken with more than 100+ people and developed critical algorithms in video and audio domains licensed to U.S., European, Korean, and Japanese customers. He has over nine years of experience in investing and managing various financial products for the different profiles of Indian investors. He has the goal of developing a process-driven, scalable financial advisory company. He is leveraging technology to provide affordable, high-quality financial advice to the affluent masses. This desire prompted him to develop an integrated platform for managing investments, planning and tracking in one place. FinAtoZ works with 500+ customers and manages total Assets of ~560Cr.

Mr. Shailendra Kumar is not in-eligible to be appointed as a Director in terms of Section 164 of the Act. A declaration to this effect and his consent to act as Director has been received from him. The Board recommends his appointment, if the Members deem fit.

Mr. Shailendra Kumar is not related to any Director of the Company.

None of the Directors or their relatives are interested or concerned, financially or otherwise, in the resolution set out in Item No. 15 except to the extent of their membership in the Company.

Item No. 16: Appointment of Ms. Sonam Srivastava as Director:

Ms. Sonam Srivastava, aged 36 years, is the founder of Wright Research, an India-based Robo-advisor and Portfolio Management Service, where she creates data-driven portfolios out of her deep passion for quant finance. She has 10+ years of experience in investment research and portfolio management, working on systematic strategies, long-short strategies, and algorithmic trading. She started her career in the field with Mumbai-based Forefront Capital, acquired by Edelweiss. At Edelweiss, she worked as an algorithm designer at Edelweiss's institutional equity broking desk. After that, she worked at HSBC Europe as a quant building factor-driven portfolio solutions. Before starting Wright Research, she also worked at Qplum, doing portfolio management at the artificial intelligence-driven Robo-advisor.

She graduated from IIT Kanpur with a master's in financial engineering from Worldquant University. She is a globally recognized researcher and works as a visiting faculty as AI in Finance Institute New York and BSE Institute Limited.

Ms. Sonam Srivastava is not in-eligible to be appointed as a Director in terms of Section 164 of the Act. A declaration to this effect and her consent to act as Director has been received from her. The Board recommends her appointment, if the Members deem fit.

Ms. Sonam Srivastava is not related to any Director of the Company.

None of the Directors or their relatives are interested or concerned, financially or otherwise, in the resolution set out in Item No. 16 except to the extent of their membership in the Company.

Item No. 17: Re-appointment of Mr. Tarun Birani as Director:

Mr. Tarun Birani, aged 44 years, is the CEO and Founder of TBNG Capital Advisors Pvt. Ltd. and ***on the Board of Directors of ARIA***, which is the largest and premier group of SEBI Registered Investment Advisors. His entrepreneurial mindset and unique investment methodology over the past 19 years have helped him focus on exponential value creation for his investors. TBNG's unique value proposition lies in exclusively being a fee-only advisory firm. During his initial journey building this independent advisory practice from scratch, Tarun realized the true value of unbiased advisory and decided to shift from a distribution model to a SEBI RIA model. This transition ensured the robust TBNG team acted primarily as fiduciaries keeping the customer's best interest first.

Mr. Tarun Birani is not in-eligible to be appointed as a Director in terms of Section 164 of the Act. A declaration to this effect and his consent to act as Director has been received from him. The Board recommends his appointment, if the Members deem fit.

Mr. Tarun Birani is not related to any Director of the Company.

None of the Directors or their relatives are interested or concerned, financially or otherwise, in the resolution set out in Item No. 16 except to the extent of their membership in the Company.

Item No. 18: Re-appointment of Mr. Vivek Rege as Director:

Mr. Vivek Rege, aged 47 years, Founder & Managing Director of VR Wealth Advisors Pvt Ltd , is an investment advisor for 21 years. He is an MBA, CFP , CFA L1 , Inter CA and leads VR Wealth Advisors Pvt Ltd which is a SEBI registered Investment Adviser since 2013 .His forte is into financial planning and have been two times consecutive global financial planning award winners in 2018 at Chicago & 2019 at Minneapolis . His practice involves working with HNI's & UHNI's into space of financial advisory and the next gen covering various unique life stages and phases and guiding them all along. ***He is one of the existing Director on the Board and also a Promoter Director of ARIA.***

Mr. Vivek Rege is not in-eligible to be appointed as a Director in terms of Section 164 of the Act. A declaration to this effect and his consent to act as Director has been received from him. The Board recommends his appointment, if the Members deem fit.

Mr. Vivek Rege is not related to any Director of the Company.

None of the Directors or their relatives are interested or concerned, financially or otherwise, in the resolution set out in Item No. 18 except to the extent of their membership in the Company.

Annexure – 2: Procedure for remote e-voting, attending the EGM and e-voting during the EGM

A. Procedure and instructions for remote e-voting:

i. The voting period begins on Friday, December 15, 2023 (09.00 a.m. IST onwards) and ends on Wednesday, December 20, 2023 (up to 05.00 p.m. IST). The e-voting module shall be disabled for voting thereafter.

ii. Voters should log on to the e-voting website www.evotingindia.com during the voting period.

iii. Click on Shareholders/ Members.

iv. Enter your User ID as sent by CDSL

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

vi. Enter your password as sent by CDSL

vii. After entering these details appropriately, click on "SUBMIT" tab.

viii. Select the EVSN of "ASSOCIATION OF REGISTERED INVESTMENT ADVISERS" on which you choose to vote.

ix. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

x. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

xi. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

xii. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

xiii. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

B. Procedure and instructions for Members attending the EGM through VC / OAVM:

i. Members will be provided with a facility to attend the EGM/AGM through VC/OAVM through the CDSL e-Voting system. Members may access the same at https://www.evotingindia.com under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.

ii. Members are encouraged to join the Meeting through Laptops / iPad for better experience.

iii. Further members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

iv. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

v. Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 2 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at directors@aria.org.in (company email id). The members who do not wish to speak during the EGM but have queries may send their queries in advance 2 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be suitably replied either at the EGM or by email depending on the availability of time.

vi. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

C. Procedure and instructions for Members fore-voting during the EGM are as under:

i. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for Remote e-voting.

ii. Only those members, who are present in the EGM/AGM 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 available during the EGM/AGM.

iii. If any votes are cast by the members through the e-voting available during the EGM/AGM and if the same members have not participated in the meeting through VC/OAVM facility, then the votes cast by such members shall be considered invalid as the facility of e-voting during the meeting is available only to the members attending the meeting.

iv. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.

v. If you have any queries or issues regarding attending EGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022- 23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

vi. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

By Order of the Board of Directors
For **Association of Registered Investment Advisers**

--Sd/--

Vivek Rege
Chairman & Director
DIN: (02040102)

Registered Office:
701/ 702 Madhava Building 7th Floor,
Bandra Kurla Comp, Bandra (E),
Mumbai – 400051

Date: December 5, 2023
Place: Mumbai