



A TATA Enterprise

21<sup>st</sup> April 2026

Corporate Relationship Dept.  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort, Mumbai - 400001, MH.

Dear Sir / Madam,

**Sub:** Notice of Postal Ballot.  
**Ref:** Scrip Code: 522134.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed the notice of Postal Ballot along with notes, Explanatory Statement and instructions for remote e-voting (Pursuant to Section 108, 110 and other applicable provisions of the Companies Act, 2013, read with the corresponding Rules made thereunder), circulated to the members of the Company, today, i.e. Tuesday, 21<sup>st</sup> April 2026, for seeking approval of Members of the Company.

In compliance with the provisions of the General Circular Nos. 14/2020 dated 8<sup>th</sup> April 2020, 17/2020 dated 13<sup>th</sup> April 2020, read with other relevant circulars issued in this regard, the latest being General Circular Nos. 03/2025 dated 22<sup>nd</sup> September 2025, issued by the Ministry of Corporate Affairs, Government of India (collectively referred to as "MCA Circulars"), the notice was sent only through electronic mode to those members whose e-mail IDs are registered with the Company / Depositories / Registrar and Share Transfer Agent and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on **Friday, 17<sup>th</sup> April 2026 ('Cut-off date')**. Accordingly, physical copy of the notice and other forms for this Postal Ballot are not sent to the Members.

The Company has engaged the services of National Securities Depository Limited ('NSDL') to provide remote e-Voting facility to its members. Please note that communication of assent or dissent of the Members would only take place through the remote e-Voting system. The instructions for remote e-Voting form part of the 'Notes' section to the Notice.

The remote e-Voting facility would be available during the following period:

Cut-off Date	<b>Friday, 17<sup>th</sup> April 2026</b>
Commencement of e-Voting	<b>Thursday, 23<sup>rd</sup> April 2026 at 09:00 Hrs. (IST)</b>
End of e-Voting	<b>Friday, 22<sup>nd</sup> May 2026 at 17:00 Hrs. (IST)</b>
Service provider for e-voting platform	<b>National Securities Depository Limited (NSDL)</b>

The notice of postal ballot is also available on the Company's website at [www.artson.net](http://www.artson.net) and on the website of NSDL i.e., [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

This is for your information and record.

Thanking You

For **Artson Limited**  
**(Formerly Artson Engineering Limited)**

Sd/-  
**Deepak Tibrewal**  
Company Secretary & Compliance Officer  
(FCS 8925)

**Registered Office:**  
14<sup>th</sup> Floor, Cignus, Plot No. 71A,  
Kailash Nagar, Mayur Nagar Passpoli,  
Powai, Mumbai - 400087, Maharashtra, India.  
Tel: +91 22 66255600

**Artson Limited, A TATA Enterprise**  
(formerly Artson Engineering Limited)  
CIN: L27290MH1978PLC020644  
E-mail: [artson@artson.net](mailto:artson@artson.net)  
Website: [www.artson.net](http://www.artson.net)

**Corporate Office:**  
Ground Floor, Mithona Towers-1,  
1-7-80 to 87, Prenderghast Road,  
Secunderabad - 500003, Telangana, India.  
Tel: +91 40 66018175



A TATA Enterprise

## ARTSON LIMITED

(Formerly Artson Engineering Limited)

CIN: L27290MH1978PLC020644

(A Subsidiary of Tata Projects Limited)

Regd. Off.: 14<sup>th</sup> Floor, Cignus, Plot No. 71A, Kailash Nagar, Mayur Nagar Passspoli, Powai, Mumbai - 400087

Phone: +91 22 6625 5600; Email: investors@artson.net; Website: www.artson.net

### NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, each as amended, and applicable Circulars issued by the Ministry of Corporate Affairs, Government of India, from time to time]

Commencement of e-Voting	<b>On Thursday, 23<sup>rd</sup> April 2026 at 09:00 Hrs. (IST)</b>
End of e-Voting	<b>On Friday, 22<sup>nd</sup> May 2026 at 17:00 Hrs. (IST)</b>

Dear Member(s),

**NOTICE** is hereby given pursuant to Section 110 read with Section 108 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), as amended from time to time, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), General Circular Nos. 14/2020 dated 8<sup>th</sup> April 2020, 17/2020 dated 13<sup>th</sup> April 2020, 22/2020 dated 15<sup>th</sup> June 2020, 33/2020 dated 28<sup>th</sup> September 2020, 39/2020 dated 31<sup>st</sup> December 2020, 10/2021 dated 23<sup>rd</sup> June 2021, 20/2021 dated 8<sup>th</sup> December 2021, 3/2022 dated 5<sup>th</sup> May 2022, 9/2024 dated 19<sup>th</sup> September 2024 and 3/2025 dated 22<sup>nd</sup> September 2025 (collectively the 'MCA Circulars'), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), that the resolutions set out below are proposed to be passed by Shareholders of the Company through postal ballot through remote e-voting process only.

Pursuant to Sections 102 and 110 and other applicable provisions of the Act, the statement pertaining to the said resolutions setting out the material facts and the reasons/ rationale thereof is annexed to this Postal Ballot notice (notice) for your consideration and forms part of this notice.

In compliance with the aforesaid MCA Circulars, the Company is sending this notice in electronic form only to those members whose email addresses are registered with the Company/ Depositories as on **Friday, 17<sup>th</sup> April 2026 (Cut-off Date)**. Accordingly, physical copy of the notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the members for this Postal Ballot. The communication of the assent or dissent of the members would only take place through the remote e-Voting system.

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules, the MCA Circulars and SS-2, the Company is providing remote e-Voting facility to its members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. **The remote e-Voting period commences from 09:00 Hrs. (IST) on Thursday, 23<sup>rd</sup> April 2026 and ends at 17:00 Hrs. (IST) on Friday, 22<sup>nd</sup> May 2026.**

The Company has engaged the services of National Securities Depository Limited ('NSDL') for the purpose of providing remote e-Voting facility to its members. The instructions for remote e-Voting are appended to this notice. The notice is also available on the website of the Company [www.artson.net](http://www.artson.net).

Members desiring to exercise their vote through the remote e-Voting process are requested to carefully read the instructions indicated in this notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the notes forming part of the notice for casting of votes by remote e-Voting not later than 17:00 Hrs. (IST) on Friday, 22<sup>nd</sup> May 2026. The remote e-Voting facility will be disabled by NSDL immediately thereafter and will not be allowed beyond the said date and time.



## ARTSON LIMITED

In compliance with and pursuant to the Rule 22(5) of the Rules, the Board of Directors of your Company appointed M/s. VYV & Co. LLP, Company Secretaries (LLPIN: ACB - 6525), as the Scrutinizers to conduct the Postal Ballot through remote e-Voting process in a fair and transparent manner. After completion of scrutiny of the votes, the Scrutinizer will submit his Report to the Chairman of the Company, or any person authorised by him. The results of the voting conducted through Postal Ballot (through the remote e-Voting process) along with the Scrutinizer's Report, will be announced by the Chairman or such person as authorised, not later than 2 working days from the date of conclusion of the e-voting. The same will be displayed on the website of the Company [www.artson.net](http://www.artson.net), the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and shall also be communicated to BSE Limited ('BSE'), where the Company's Equity Shares are listed and be made available on the BSE [www.bseindia.com](http://www.bseindia.com). The resolutions, if approved, will be taken as having been passed effectively on the last date specified for remote e-voting i.e., Friday, 22<sup>nd</sup> May 2026.

### **SPECIAL BUSINESS:**

#### **1. Appointment of Mr. Neeraj Agarwal (DIN: 08839302) as Non-Executive Non-Independent Director:**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 161 and other applicable provisions of the Companies Act 2013, the corresponding Schedules and Rules made thereunder, the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) read with Articles of Association of the Company, Mr. Neeraj Agrawal (DIN: 08839302), who was appointed by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, as an Additional Director of the Company w.e.f. 25<sup>th</sup> March 2026 and who holds office up to the date of ensuing Annual General Meeting (AGM) of the Company and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as the Non-Executive Non-Independent Director of the Company liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) and / or the Company Secretary be and are hereby severally authorised to do all such acts, deeds and things and take all such steps as may be necessary to give effect to this Resolution.”

#### **2. Appointment of Ms. Subhra Gourisaria (DIN: 11284765) as Non-Executive Non-Independent Director:**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 161 and other applicable provisions of the Companies Act 2013, the corresponding Schedules and Rules made thereunder, the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) read with Articles of Association of the Company, Ms. Subhra Gourisaria (DIN: 11284765), who was appointed by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, as an Additional Director of the Company w.e.f. 15<sup>th</sup> September 2025 and who holds office up to the date of ensuing Annual General Meeting (AGM) of the Company and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing her candidature for the office of Director of the Company, be and is hereby appointed as the Non-Executive Non-Independent Director of the Company liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) and / or the Company Secretary be and are hereby severally authorised to do all such acts, deeds and things and take all such steps as may be necessary to give effect to this Resolution.”



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### 3. Re-appointment of Mr. Jyotisman Dasgupta (DIN: 10116452) as an Independent Director:

To consider and if thought fit, to pass, with or without modifications, the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act 2013, the corresponding Schedules and Rules made thereunder, the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) read with Articles of Association of the Company, the consent of the Company be and is hereby accorded for the re-appointment of Mr. Jyotisman Dasgupta (DIN: 10116452), who is eligible, consented and has submitted a declaration that he meets the criteria of independence, as Independent Director of the Company, not liable to retire by rotation, w.e.f. 19<sup>th</sup> April 2026 for a second consecutive term of five (5) years or until he attains the age of 75 years, whichever is earlier.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) and / or the Company Secretary be and are hereby severally authorised to do all such acts, deeds and things and take all such steps as may be necessary to give effect to this Resolution.”

### 4. Re-appointment of Mr. Shashank Jha, CEO (DIN: 10116448) as Whole-time Director:

To consider and if thought fit, to pass, with or without modifications, the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V to the Act and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, the consent of the Company be and is hereby accorded for the re-appointment and terms of remuneration of Mr. Shashank Jha, CEO (DIN: 10116448) as the Whole-Time Director of the Company, who has consented for the same, for a further period of three (3) years commencing from 19<sup>th</sup> April 2026 to 18<sup>th</sup> April 2029, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, on the terms and conditions including remuneration as set out in the Explanatory Statement annexed to this notice (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his re-appointment), with liberty to the Board of Directors to alter & vary the terms and conditions of the said re-appointment in such manner as may be agreed to between the Board of Directors and Mr. Shashank Jha, CEO & Whole-Time Director.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) and / or the Company Secretary be and are hereby severally authorised to do all such acts, deeds and things and take all such steps as may be necessary to give effect to this Resolution.”

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#### NOTES:

1. The relevant Explanatory Statement pursuant to Sections 102 & 110 of the Act read with Rule 22 of the Rules stating material facts & reasons for the proposed resolutions is annexed hereto and forms part of this notice.
2. In compliance with the MCA Circulars, the Company is sending this notice only in electronic form to those members whose e-mail addresses are available with the Company / Depositories / the Depository Participants / the Company's Registrar and Share Transfer Agent (M/s. MUFG Intime India Private Limited) **as on Friday, 17<sup>th</sup> April 2026 ('Cut-Off Date')**. The voting rights of the members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date.
3. Only those members whose names are appearing in the Register of members as on the cut-off date shall be eligible to cast their votes through postal ballot by remote e-Voting. A person who is not a member on the cut-off date should treat this notice for information purposes only.



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4. It is, however, clarified that all members of the Company as on the cut-off date (including those members who may not have received this notice due to non-registration of their email addresses with the Company/RTA/Depositories) shall be entitled to vote in relation to the aforementioned resolutions in accordance with the process specified in this notice. A shareholder cannot exercise his/her vote by proxy on postal ballot.
5. The remote e-Voting shall commence on **Thursday, 23<sup>rd</sup> April 2026 at 09:00 Hrs. (IST) and shall end on Friday, 22<sup>nd</sup> May 2026 at 17:00 Hrs. (IST)**. During this period, members of the Company holding shares in physical or electronic form as on the cut-off date may cast their vote electronically. The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on the resolutions is cast by the member, the members shall not be allowed to change it subsequently.
6. A copy of this postal ballot notice is also available on the website of the Company viz. [www.artson.net](http://www.artson.net), the relevant section of the website of BSE viz. [www.bseindia.com](http://www.bseindia.com) on which the Equity Shares of the Company are listed and on the website of NSDL viz. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
7. The Board of Directors appointed M/s. VYV & Co. LLP, Company Secretaries, as the Scrutinizer to scrutinize the Postal Ballot process in a fair and transparent manner. The Scrutinizer will submit his report to the Chairman, or any other person authorised by him, after scrutiny of the votes cast, on the result of the postal ballot not later than 2 working days from the date of conclusion of the e-voting. The Scrutinizer's decision on the validity of votes cast will be final.
8. The results declared, along with the Scrutinizer's Report, will be placed on the Company's website [www.artson.net](http://www.artson.net) and on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com), after the declaration of the result by the Chairman or a person authorised by him in writing. The results will also be forwarded to the Stock Exchanges where the Company's Equity Shares are listed viz. BSE and be made available on the website viz. [www.bseindia.com](http://www.bseindia.com). The resolutions, if passed by requisite majority, will be deemed to have been passed on the last date of e-Voting i.e., Friday, 22<sup>nd</sup> May 2026.
9. Resolutions passed by the Shareholders through postal ballot are deemed to have been passed as if the same has been passed at a General Meeting of the Shareholders.
10. Members desirous of inspecting the documents referred to in the notice or statement may send their requests to [investors@artson.net](mailto:investors@artson.net) from their registered email addresses mentioning their names, folio numbers/DP ID and Client ID, until last date of remote e-Voting of this Postal Ballot.
11. As per Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended, securities of listed Companies can be transferred only in dematerialized form with effect from 1<sup>st</sup> April 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form.
12. Non-resident Indian members are requested to inform about the following immediately to the Company or its Registrar and Share Transfer Agent ("MUFG Intime India Private Limited") or the concerned Depository Participant(s), as the case may be:
  - (a) the change in the residential status on return to India for permanent settlement; and
  - (b) the particulars of the NRE account with a Bank in India, if not furnished earlier.
13. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to MUFG Intime India Private Limited by visiting their site <https://web.in.mpms.mufg.com/KYCDownloads.html> in case the shares are held in physical form. Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/ updated with their DPs/RTA to enable servicing of notices / documents /Annual Reports and other communications electronically to their e-mail address in future.



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14. Special window for re-lodgement of transfer requests of physical shares: Pursuant to SEBI Circular No. HO/38/13/11(2)2026-MIRSD-POD/I/3750/2026 dated 30<sup>th</sup> January 2026, SEBI has opened special window for a period of One year starting from **5<sup>th</sup> February 2026 to 4<sup>th</sup> February 2027**, to facilitate the investors to get their rightful access to their shares. The aforesaid special window is available for such transfer requests which were submitted earlier and were rejected, returned or not attended to due to deficiencies in documentation or process. Such shareholders can now re-lodge their transfer requests **after rectifying the errors** within the above specified period. The shareholders are requested to note that the shares re-lodged for transfer will be processed only in dematerialized form, once all documents are found in order by the Company's Registrar and Share Transfer Agent (MUGB Intime India Private Limited). Eligible shareholders may submit their transfer requests along with the requisite documents to the Company's RTA at [rnt.helpdesk@in.mpms.mufg.com](mailto:rnt.helpdesk@in.mpms.mufg.com) or write to the Company at [investors@artson.net](mailto:investors@artson.net) for further assistance. The lodger must have a demat account and provide its Client Master List (CML), along with the transfer documents and share certificate, while lodging the documents for transfer with RTA.

The instructions and other information relating to e-Voting are as under:

### How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

#### Step 1: Access to NSDL e-Voting system





In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

#### A. Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>Existing IDeAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on Company name or e-Voting service provider i.e., NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS Portal" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> </ol>



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Type of shareholders	Login Method
	<p>4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/ Member’ section. A new screen will open. You will have to enter your User ID (i.e., your Sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>5. Shareholders/ Members can also download NSDL Mobile App “NSDL Speed” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing Myeasi username &amp; password.</li> <li>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by Company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.</li> <li>If the user is not registered for Easi / Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from an e-voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>



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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> 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 a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911.

**B. Login method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

### How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders/ Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e., IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e., Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e., Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company For example, if EVEN Number is 139167 and folio number is 001*** then user ID would be 139167001***.

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use existing password to login & cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.



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- c) How to retrieve your 'initial password'?
- (i) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email & open the attachment i.e., a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' & your 'initial password'.
  - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsd.com](http://www.evoting.nsd.com).
  - b) "Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsd.com](http://www.evoting.nsd.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address, etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, home page of e-Voting will open.

### **Step 2: Cast your vote electronically on NSDL e-Voting system.**

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the Companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of Company (139167) for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the voting page opens.
4. Cast your vote by selecting appropriate options i.e., assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.



## ARTSON LIMITED

### General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [vnp.scrutinizer@gmail.com](mailto:vnp.scrutinizer@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com) and [investors@artson.net](mailto:investors@artson.net). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries/grievances pertaining to remote e-Voting, you may refer the Frequently Asked Questions ('FAQs') for Shareholders and e-Voting user manual for Shareholders available at the 'Download' section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on no.: 022 - 4886 7000 or contact Mr. Sagar S. Gudhate, Senior Manager, NSDL at their designated e-mail addresses: [evoting@nsdl.com](mailto:evoting@nsdl.com).

### Process for those shareholders whose email IDs are not registered with the depositories for procuring user ID and password and registration of e-mail IDs for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), Aadhar (self-attested scanned copy of Aadhar Card) by email to [investors@artson.net](mailto:investors@artson.net)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [investors@artson.net](mailto:investors@artson.net). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1(A) i.e., Login method for e-voting for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholder/ Members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account to access e-Voting facility.

## EXPLANATORY STATEMENT

[Pursuant to Section 102 and 110 of the Companies Act, 2013 (the Act)]

The following statement sets out all the material facts relating to the resolutions to be passed as mentioned in the accompanying notice:

### **Item No.1: Appointment of Mr. Neeraj Agarwal (DIN: 08839302) as Non-Executive Non-Independent Director:**

The Board of Directors of the Company, based on the recommendations of the Nomination and Remuneration Committee (NRC), subject to the approval of shareholder, appointed Mr. Neeraj Agrawal (DIN: 08839302) as Additional Director (Non-Executive Non-Independent) with effect from 25<sup>th</sup> March 2026, liable to retire by rotation. In terms of Section 161 of the Act, an Additional Director shall hold office up to the date of the next annual general meeting or the last date on which the annual general meeting should have been held, whichever is earlier. Further, in terms of Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entity shall ensure that approval of Members for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.



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The Company has received a notice under Section 160 of the Act from a Member proposing the candidature of his appointment as a Director of the Company

Whilst considering the appointment of Mr. Neeraj Agarwal, the NRC and the Board reviewed and confirmed that:

- He is a fit and proper person to be appointed as a Director of the Company.
- He is not disqualified from being appointed as a Director of the Company, in terms of Section 164 of the Act and has given his consent to act as a Director of the Company. In the opinion of the Board, he fulfils the conditions relating to his appointment as prescribed under the relevant provisions of the Act, the relevant rules notified thereunder, the SEBI Listing Regulations, in this regard from time to time.
- He is not debarred from holding the office of Director by virtue of any order by SEBI or other authority; and
- He has the requisite qualification, skills, experience and expertise in functional areas viz. Business finance, and business transformation.

Mr. Neeraj Agrawal aged 56 years, is a Mechanical Engineer from AMU Aligarh and a Master of Technology and has more than 3 decades experience in the field of EPC industry, demonstrated Strong execution capabilities as head of Projects, operations and as Projects Director for medium to large EPC Projects. He joined Tata Projects Limited in October 2022 and remains responsible for various important functions within the organisation such as Project Controls, Procurement, IT and Digitization, Project Management Office, Central Engineering, Corporate Safety and Corporate Quality. Presently, Mr. Agarwal is the COO of Tata Projects Limited, the Holding Company.

The Board considers that his association would be of immense benefit to the Company, and it is desirable to appoint him as a Non-Executive Non-Independent Director and therefore recommends the Ordinary Resolution as set out at item no. 1 of the notice of the Postal Ballot for approval of the members.

Except Mr. Neeraj Agrawal, being the appointee, none of the Directors and / or Key Managerial Personnel of the Company and / or their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no. 1 of the accompanying notice of the Postal Ballot. Mr. Neeraj Agrawal is not related to any Director of the Company.

**Item No.2: Appointment of Ms. Subhra Gourisaria (DIN: 11284765) as Non-Executive Non-Independent Director:**

The Board of Directors of the Company, based on the recommendations of the NRC, subject to the approval of shareholder, appointed Ms. Subhra Gourisaria (DIN: 11284765) as Additional Director (Non-Executive Non-Independent) with effect from 15<sup>th</sup> September 2025, liable to retire by rotation.

In terms of Section 161 of the Act, an Additional Director shall hold office up to the date of the next annual general meeting or the last date on which the annual general meeting should have been held, whichever is earlier. Further, in terms of Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entity shall ensure that approval of Members for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

The Company has received a notice under Section 160 of the Act from a Member proposing the candidature of her appointment as a Director of the Company

Whilst considering the appointment of Ms. Subhra Gourisaria, the NRC and Board reviewed and confirmed that:

- She is a fit and proper person to be appointed as a Director of the Company.
- She is not disqualified from being appointed as a Director of the Company, in terms of Section 164 of the Act and has given her consent to act as a Director of the Company. In the opinion of the Board, she fulfils the conditions relating to her appointment as prescribed under the relevant provisions of the Act, the relevant rules notified thereunder, the SEBI Listing Regulations, in this regard from time to time.
- She is not debarred from holding the office of Director by virtue of any order by SEBI or other authority; and
- She has the requisite qualification, skills, experience and expertise in functional areas viz. Business finance, and business transformation.



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Ms. Subhra Gourisaria is a rank holder Chartered Accountant and holds a Diploma in IFRS by ACCA (the Association of Chartered Certified Accountants, UK). She has over 20 years of experience in Business Finance, Financial Strategy, P&L Management, Controllership, Taxation, Audit and handling financial operations in diverse, multi-geographical and complex businesses. Presently, Ms. Gourisaria is the CFO of TPL.

The Board considers that her association would be of immense benefit to the Company, and it is desirable to appoint her as a Non-Executive Non-Independent Director and therefore recommends the Ordinary Resolution as set out at item no. 2 of the notice of the Postal Ballot for approval of the members.

Except Ms. Subhra Gourisaria, being the appointee, none of the Directors and / or Key Managerial Personnel of the Company and / or their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no. 2 of the accompanying notice of the Postal Ballot. Ms. Subhra Gourisaria is not related to any Director of the Company.

### **Item No.3: Re-appointment of Mr. Jyotisman Dasgupta (DIN: 10116452) as an Independent Director:**

The Board of Directors of the Company, based on the recommendations of the NRC, subject to the approval of shareholder, re-appointed Mr. Jyotisman Dasgupta (DIN: 10116452) as Independent Director of the Company not liable to retire by rotation, w.e.f. 19<sup>th</sup> April 2026 for a second consecutive term of five (5) years or until he attains the age of 75 years, whichever is earlier.

Mr. Jyotisman Dasgupta is eligible and has submitted a declaration that he meets the criteria of independence, for re-appointment as Independent Director of the Company. The Company has received a notice under Section 160 of the Act from a Member proposing the candidature of her appointment as a Director of the Company

Whilst considering the re-appointment of Mr. Dasgupta, the NRC and Board reviewed and confirmed that:

- He is a fit and proper person to be appointed as a Director of the Company.
- He is not disqualified from being appointed as a Director of the Company, in terms of Section 164 of the Act and has given his consent to act as a Director of the Company. In the opinion of the Board, he fulfils the conditions relating to his appointment as prescribed under the relevant provisions of the Act, the relevant rules notified thereunder, the SEBI Listing Regulations, in this regard from time to time.
- He is not debarred from holding the office of Director by virtue of any order by SEBI or other authority; and
- He has the requisite qualification, skills, experience and expertise in functional areas viz. Business finance, and business transformation.

Mr. Jyotisman Dasgupta, is an experienced Maritime and Oil & Gas Professional. He is a graduate in Naval Architecture with Honours from Indian Institute of Technology (IIT), Kharagpur (1978), Postgraduate education in Structural Analyses from IIT Bombay, and Executive MBA from S.P. Jain School of Management & Research. He started his professional journey as Naval Architect at the design office of Mazagon Dock Limited. Subsequently, he was engaged with Indian Register of Shipping, (Classification Society) for 26 years, wherein the highest position he held was Senior Vice President and Chief Surveyor. From 2008 to 2015 he was associated with Larsen & Toubro, Heading the Upstream Marine Group of L&T Hydrocarbon Engineering Limited. Thereafter, Mr. Dasgupta, is with Arush Gas Technology Services, LLP, being its Co-founder, Vice President & Head of Technology.

The Board considers that his association would be of immense benefit to the Company, and it is desirable to re-appoint him as an Independent Director and therefore recommends the Special Resolution as set out at item no. 3 of the notice of the Postal Ballot for approval of the members.

Except Mr. Jyotisman Dasgupta, being the appointee, none of the Directors and / or Key Managerial Personnel of the Company and / or their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no. 3 of the accompanying notice of the Postal Ballot. Mr. Jyotisman Dasgupta is not related to any Director of the Company.



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### Item No.4: Re-appointment of Mr. Shashank Jha, CEO (DIN: 10116448) as Whole-time Director:

The Board of Directors of the Company, based on the recommendations of the NRC, subject to the approval of shareholder, re-appointed Mr. Shashank Jha, CEO (DIN: 10116448) as the Whole-Time Director of the Company for a further period of three (3) years commencing from 19<sup>th</sup> April 2026 up to 18<sup>th</sup> April 2029, on the terms and conditions including remuneration as detailed herein below (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his re-appointment), with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment in such manner as may be agreed to between the Board of Directors and Mr. Jha.

Mr. Shashank Jha is eligible to be re-appointed as CEO and Whole-Time Director of the Company.

Whilst considering the re-appointment of Mr. Shashank Jha, the NRC and Board reviewed and confirmed that:

- He is a fit and proper person to be appointed as a CEO & Whole-Time Director of the Company.
- He is not disqualified from being appointed as a CEO & Whole-Time Director of the Company, in terms of Section 164 of the Act and has given his consent to act as a CEO & Whole-Time Director of the Company. In the opinion of the Board, he fulfils the conditions relating to his appointment as prescribed under the relevant provisions of the Act, the relevant rules notified thereunder, the SEBI Listing Regulations, in this regard from time to time.
- He is not debarred from holding the office of CEO & Whole-Time Director by virtue of any order by SEBI or other authority; and
- He has the requisite qualification, skills, experience and expertise in functional areas viz. Business finance, and business transformation.

Statement pursuant to Section 198 read with Part II of Schedule V of the Act is as follows:

<b>I General Information</b>		
1.	Nature of industry	Manufacturing of structural metal products, fabrication of equipment, industrial & infrastructure construction projects, mainly in mechanical works and ship building projects.
2.	Date of commencement of commercial production	Company was incorporated on 18 <sup>th</sup> September 1978 and started its commercial operations in the same financial year.
3.	Financial Performance (FY2024-25)	<ul style="list-style-type: none"> <li>• Revenue: Approx. Rs. 133 Crore.</li> <li>• Profit/ (Loss) Before Tax: Approx. Rs. 4.80 Crore.</li> </ul> <p>For detailed financials please refer the 46<sup>th</sup> Annual Report of the Company, available on the website of the Company.</p>
4.	Foreign Investment and collaborations	Nil
<b>II Information about the appointee</b>		
1.	Background details	<p>Education Qualification: Bachelor's degree in engineering from IIT-ISM Dhanbad and completed his MBA from the Indian Institute of Management, Bangalore (IIMB)</p> <p>Currently holding the position of Chief Executive Officer &amp; Whole-Time Director w.e.f. 19<sup>th</sup> April 2023.</p>
2.	Past/ Existing remuneration	Approx. Rs. 250 Lakhs
3.	Recognitions and Awards	<ul style="list-style-type: none"> <li>• National Talent Search Scholarship</li> <li>• Experienced Commercial Leadership Program, Delhi / Dubai / Perth / Singapore: 2008-10</li> <li>• Management Development Centre, GE Croton Ville, 2015</li> </ul>
4.	Job profile and his sustainability	As the CEO and Board Member he spearheads Company's overall strategic direction and is responsible for achieving the Vision, Mission, and long-term goals. Details provided below.



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5.	Remuneration proposed	Same as existing, plus increments as per assessment & eligibility as per Company's policy, as decided from time to time by NRC / Board.
6.	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and Person	Proposed remuneration would be competitive and based on the industry standards. The brief profile of the appointee is provided along with the notice in this explanatory statement.
7.	Pecuniary relationship with the Company, relationship with the managerial personnel.	Not Related to any of the Directors and other Key Managerial Personnel of the Company.
<b>III Other Information</b>		
1.	Reason for loss or inadequate profits	The Company could not post adequate PBT in FY 2024-25 due to increased raw material costs and extended stay / completion period.
2.	Steps taken or proposed to be taken for Improvement	The Company has a decent Order Book position which is consistent and expected to improve further in the coming years, which will result in improved turnover. Further, the Company is servicing the orders from its parent Company (Tata Projects Limited) who have grown rapidly in past couple of years thereby improving opportunity for growth for the Company. The Management is now looking forward for enhancing the manufacturing, fabrication and ship building work portfolios. In the last FY the Company received a major order for construction of a Floating Fry Dock, successful completion of which will fetch a valuable pre-qualification to the Company in Ship Building Sector. We continue to focus on improving operational excellence and productivity.
3.	Expected increase in productivity and profits in measurable terms	The Company plans to wipe out the accumulated losses within next 4 to 5 years.
<b>IV Disclosures</b>		
1.	All elements of salary/ remuneration	Provided below
2.	Details of fixed components, performance linked incentives	
3.	Service contracts	Nil
4.	Stock Option details	Nil

The elements of salary / remuneration including details of fixed component, performance linked incentives (Excluding the increment/s as per assessment & eligibility as per Company's policy, as decided from time to time by the NRC / Board.):

S. No.	Particulars	Amount (in Rs.)
1	Basic Salary	71,42,016
2	House Rent Allowance (HRA)	35,71,008
3	Special Allowance	59,41,464
4	PF (Employer's Contribution)	8,57,040
5	Gratuity (4.81% on basic)	3,43,536
6	Performance Linked Reward (Variable)	67,84,929
7	<b>Annual CTC</b>	<b>2,46,39,993</b>

### Brief Profile of Mr. Shashank Shekhar Jha, CEO & Whole-Time Director

Mr. Jha, CEO & Whole-time Director of the Company got his bachelor's degree in engineering from IIT- ISM Dhanbad and completed his MBA from the Indian Institute of Management, Bangalore (IIMB).

As the CEO and Board Member he spearheads Company's overall strategic direction and is responsible for achieving the Vision, Mission, and long-term goals. With his leadership, he ensures world-class production quality at the Company's Manufacturing units, which contributes to India's 'Make in India' ambition.

Prior to the joining Artson, he was the Executive, Business Operations and Country Manager India Oil Field



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Equipment, Baker Hughes which operates in over 120 countries. He played a crucial role in the growth of Baker Hughes's India market for Oil Field Equipment (OFE) business.

He has over two decades of industry experience growing through the ranks from field service, business analyst, project management, sales and marketing roles. He has deep domain expertise in oil & gas industry as well as commercial processes, account management and B2B sales.

The Board considers that his association would be of immense benefit to the Company, and it is desirable to re-appoint him as the CEO & Whole-Time Director and therefore recommends the Special Resolution as set out at item no. 4 of the notice of the Postal Ballot for approval of the members.

Except Mr. Shashank Jha, being the appointee, none of the Directors and / or Key Managerial Personnel of the Company and / or their relatives are concerned or interested, financially or otherwise, in the resolution set out at item no. 4 of the accompanying notice of the Postal Ballot. Mr. Shashank Jha is not related to any Director of the Company.

### Additional Information:

Information pursuant to Para 1.2.5 of Secretarial Standard 2, pertaining to Director/ Manager seeking appointment/ re-appointment:

Name	Mr. Neeraj Agrawal	Ms. Subhra Gourisaria	Mr. Jyotisman Dasgupta	Mr. Shashank Jha
Designation	Non-Executive Non-Independent Director	Non-Executive Non-Independent Director	Independent Director	CEO & Whole-Time Director
DIN	08839302	11284765	10116452	10116448
Date of Birth	1 <sup>st</sup> July 1969 (Age: 56 Years)	17 <sup>th</sup> September 1980 (Age: 45 Years)	7 <sup>th</sup> September 1955 (Age: 70 Years)	18 <sup>th</sup> October 1977 (Age: 48 Years)
Qualifications	<ul style="list-style-type: none"> <li>M. Tech, Applied Mechanics. (IIT, Delhi)</li> <li>B. Sc. Engg., Mechanical (Aligarh Muslim University)</li> </ul>	<ul style="list-style-type: none"> <li>Chartered Accountant (ICAI)</li> <li>Diploma in IFRS by ACCA</li> </ul>	<ul style="list-style-type: none"> <li>Graduate in Naval Architecture with Honours.</li> <li>PG education in Structural Analyses.</li> <li>Executive MBA</li> </ul>	<ul style="list-style-type: none"> <li>Bachelor's degree in engineering</li> <li>MBA</li> </ul>
Specialised Expertise	Strategy Planning, Business Development & Project Management.	Business Finance, Financial Strategy, P&L Management, Controllership, Taxation, Audit and handling financial operations in diverse, multi-geographical and complex businesses.	Experienced Maritime and Oil & Gas Professional	Business Operations, Planning, BD, and Project Management.
Experience	Over 3 decades of overall experience.	Over 2 decades of overall experience.	Over 4 decades of overall experience.	Over 2 decades of overall experience.
Terms and Conditions of re-appointment	Nominee of Tata Projects Limited, (Holding Company); Non-Executive Non-Independent Director	Nominee of Tata Projects Limited, (Holding Company); Non-Executive Non-Independent Director	Re-appointment as Independent Director for 2 <sup>nd</sup> consecutive term of 5 yrs. (or) until 75 yrs. of age, whichever is earlier	Re-appointment as Whole-Time Director for further term of three (3) years
Remuneration	Nil	Nil	Nil	₹ 246.40 Lakhs (Exisitng)
Date of First Appt on Board	25 <sup>th</sup> March 2026	15 <sup>th</sup> September 2025	19 <sup>th</sup> April 2023	19 <sup>th</sup> April 2023
Directorship in other Indian companies	Nil	<ul style="list-style-type: none"> <li>TP Luminaire Private Limited</li> <li>TQ Cert Services</li> </ul>	Nil	Nil



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Name	Mr. Neeraj Agrawal	Ms. Subhra Gourisaria	Mr. Jyotisman Dasgupta	Mr. Shashank Jha
		Private Limited • TCC Construction Private Limited • TPL Services Private Limited		
Positions in Committees of other Indian companies	Nil	Nil	Nil	Nil
Position/s in Committees constituted by the Board of the Company	NA	Chairperson of AC, Member of CSRC and PRC.	Chairman of SRC and PRC, Member of AC and NRC.	Member of SRC, CSRC, and EC.
Number of shares held in the Company	Nil	Nil	Nil	Nil
Number of Board Meetings attended during FY 2025-26	1 (One)	4 (Four)	7 (Seven)	7 (Seven)
Relationship, if any, with other Directors, Manager and other KMP	Not related to any of the Directors and / or KMPs of the Company.	Not related to any of the Directors and / or KMPs of the Company.	Not related to any of the Directors and / or KMPs of the Company.	Not related to any of the Directors and / or KMPs of the Company.

\***AC:** Audit Committee; **NRC:** Nomination & Remuneration Committee; **SRC:** Stakeholders Relationship Committee; **CSRC:** Corporate Social Responsibility Committee; **PRC:** Project Review Committee; and **EC:** Executive Committee.

### Registered Office

14<sup>th</sup> Floor, Cignus, Plot No. 71A, Kailash Nagar, Mayur Nagar  
Passpoli, Powai, Mumbai - 400087, Maharashtra  
Phone No: +91 40 6601 8194; Email: investors@artson.net  
CIN: L27290MH1978PLC020644; Website: www.artson.net

By Order of the Board,  
For **Artson Limited**

Date: 21<sup>st</sup> April 2026  
Place: Mumbai

**Vinayak Pai**  
Chairman  
(DIN: 03637894)