



ARNOLD HOLDINGS LTD.

(Non-Banking Finance Company)

CIN No. L65993WB1981PLC034406

Corporate Office : B-502, Ramji House, 30, Jambulwadi, J.S.S. Road,
Mumbai - 400 002. (INDIA) Tel.: 91 - 22 - 2201 6640 / 3241 9304

Email : info@arnoldholdings.in / arnoldholding9@gmail.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE MEMBERS OF THE ARNOLD HOLDINGS LIMITED THROUGH POSTAL BALLOT RESULTS DECLARED HELD ON 22ND FEBRUARY, 2015 AT 6.00 P.M AT 18, RABINDRA SARANI,PODDAR COURT, 7th FLOOR GATE NO: 2, ROOM NO: 712, KOLKATA, WEST BENGAL: 700001.

SPECIAL RESOLUTION FOR SPLITTING FACE VALUE OF EACH EQUITY SHARE FROM RS. 10/- TO RS. 2/-

"RESOLVED THAT pursuant to the Listing Agreement with the Stock Exchange and Securities Contracts (Regulations) Act, 1956 and provision of the Section 61 and other applicable provision if any, of Companies Act, 2013 and the provisions of the Article of Associations of the Company, and subject to the approvals, consents permissions and sanctions as may be necessary from the appropriate Authorities or Bodies, as may be necessary, approval of the members of the Company be and is hereby accorded for subdividing the Equity Shares of the Company, including the Paid up Shares, such that, each existing Equity share of nominal value of Rs.10/- each be sub-divided into 5 (Five) Equity Shares of nominal value of Rs. 2/- each, and consequently, the Authorized Share Capital of Rs. 5,05,00,000 /- (Rupees Five Crores Five Lacs Only) would comprise of 2,52,50,000 (Two Crores Fifty Two Lacs Fifty Thousand) Equity Shares of Rs.2/-each, with effect from the 'Record date' to be determined by the Board for this purpose".

RESOLVED FURTHER THAT Clause V of the Memorandum of Association of the Company shall stand altered as:

"The Authorized Share Capital of the Company is Rs. 5,05,00,000 /- (Rupees Five Crores Five Lacs Only) divided into 2,52,50,000 (Two Crores Fifty Two Lacs Fifty Thousand) Equity Shares, of Rs. 2/- each."

RESOLVED FURTHER THAT pursuant to the sub-division of the Equity shares of the Company, each existing Paid-up Equity Share of the Company of the nominal value of Rs.10/-each, as existing on the Record Date, shall stand sub-divided into Five (5) Equity shares of nominal value of Rs.2/- each fully paid-up, with effect from the Record Date.

RESOLVED FURTHER THAT the existing physical share certificates in relation to the issued Equity Shares of the Company be cancelled and the Board be and is hereby authorised to issue new share certificates in lieu thereof, with regard to the sub-divided Equity Shares in accordance with the provisions of the Companies (Issue of Share Certificates) Rules, 1960 and in case of members who hold the Equity Shares in dematerialized form, the sub-divided Equity Shares shall be credited to the respective beneficiary account of the members, with their respective Depository participants and the Company shall take such corporate actions as may be necessary in relation to the existing Equity Shares".



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RESOLVED FURTHER THAT Mr. Mahendraprasad N Mallawat, Whole-Time Director and / or Ms. Soniya Agarwal, Company Secretary and Compliance Officer of the Company be and are hereby authorized to do or cause to do all such acts, deeds, matters as may be necessary in the interest of the Company to give effect to this resolution, including but not limited to signing and execution of necessary forms, paper, writings, agreements and documents as may be deemed necessary and expedient in this regard.

///CERTIFIED TRUE COPY///

For Arnold Holdings Limited

Mahendras

Mahendraprasad N Mallawat
Whole-Time Director
DIN NO: 00720282

