

ARIS INTERNATIONAL LIMITED

(CIN NO: L29130MH1995PLC249667)

19TH March, 2024

To
BSE Limited
P. J. Towers, Dalal Street,
Mumbai- 400 001

BSE Code: 531677

SUB: ARIS INTERNATIONAL LIMITED: SCRUTINIZER'S REPORT AND VOTING RESULTS OF EXTRA-ORDINARY GENERAL MEETING

Dear Sir/Madam,

We wish to inform that the Extra-Ordinary General Meeting ('EGM') of the **Aris International Limited** ('Company') was held on 15th March, 2024 at 4:00 P.M. (IST) at the registered office of the company to transact the business as stated in the Notice convening the Extra-Ordinary General Meeting.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') We enclosed herewith the consolidated outcome of voting along with Scrutinizer report held through remote e-Voting and Voting conducted at the EGM of the Company. The Company had appointed CS Saroj Kumar Panda, Practising Company Secretary (Membership No. FCS 5071, CP No. 3699) from M/s Saroj Kumar Panda & Co, as the Scrutinizer for remote e-Voting and Voting conducted at the EGM. As per the Scrutinizer's Report, all Resolutions as set out in the Notice of EGM have been duly approved by the Members with requisite majority.

We request you to take the above information on record.

Thanking you

Yours faithfully

FOR ARIS INTERNATIONAL LIMITED,

**RAMESH
CHANDRA
MISHRA** Digitally signed by
RAMESH CHANDRA
MISHRA
Date: 2024.03.19
11:57:29 +05'30'



Ramesh Chandra Mishra
Director
DIN: 00206671

SAROJ PANDA & CO
COMPANY SECRETARIES

Saroj K.Panda, M Com, LLB, FCS
2nd Floor, Biswal Commercial Complex
Cuttack Road
Bhubaneswar-751006
9437199290
Email:saroj66@yahoo.co.in

Combined Scrutinizer's Report on Remote e-Voting & Voting conducted at the EGM of Aris International Limited held on Friday, March 15, 2024

Date: 19TH March, 2024

To,
The Chairman
Aris International Limited
CIN: L29130MH1995PLC249667
Regd. Office :INS Tower, 7 Floor, Office No 707, A wing,
Bandra Kurla Complex, Bandra East, Mumbai - 400 051.

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-Voting process and Voting by your Members during the Extra-ordinary General Meeting of your Company held on Friday, the 15th day of March, 2024 at 4:00 P.M (IST) at the registered office of the company.

We are pleased to submit the Scrutinizers Report, which is comprehensive and self explanatory in all respects.

For Saroj Panda & Co



SAROJ KUMAR PANDA
Practicing Company Secretary
Membership No.: 5071
COP No.: - 3699
UDIN: F005071E003602731

Place: Bhubaneshwar
Date: 19TH March, 2024

CONSOLIDATED SCRUTINIZER'S REPORT

19TH March, 2024

To,
The Chairman
Aris International Limited
CIN: L29130MH1995PLC249667
Regd. Office :INS Tower, 7 Floor, Office No 707, A wing,
Bandra Kurla Complex, Bandra East, Mumbai - 400 051.

Sub: Consolidated Scrutinizer's Report on Remote E-Voting & Voting conducted at the EGM of Aris International Limited held on Friday, March 15, 2024 at 4:00 P.M. (IST) at the registered office of the company

Dear Sir,

We, M/s Saroj Panda & Co, Practicing Company Secretaries firm, was appointed as Scrutinizer by the Board of Directors of Aris International Limited ('the Company') at their Meeting held on February 03, 2024, for conducting remote e-Voting process as well as to scrutinize the Voting conducted at the EGM (remote e-Voting and Voting at the EGM collectively referred to as 'e-Voting') in a fair and transparent manner to transact the businesses, as set forth in the Notice of the Meeting dated February 03, 2024.

In compliance with Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard - 2 on General Meetings issued by The Institute of Company Secretaries of India respectively, the Company had provided facility for e-Voting to all Members of the Company, to enable them to cast their votes electronically.

The Company had engaged Central Depository Service (India) Limited ('CDSL'), as the Electronic Voting Service Provider ('EVSP') who had made necessary arrangements to facilitate e-Voting by Members of the Company on their website at www.evotingindia.com

The Company had sent the Notice including all requisite information required to cast the vote, in electronic form only to all its Members who have registered their e-mail addresses with the Company/ Depository Participants/ Registrar & Transfer Agents. The communication of the assent or dissent of the Members was sought through remote e-voting and Voting by poll.

The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules thereof including Circulars and Listing Regulations relating to the items being placed for approval of the Members through remote e-Voting and Voting at the EGM. Our responsibilities as Scrutinizer is restricted to scrutinize that the Voting process is conducted in a fair and transparent manner and to prepare a consolidated Scrutinizer's Report of the votes cast 'For' or 'Against' the Resolutions stated in the Notice and also mentioned herein below, based on the reports generated from the e-Voting system provided by the EVSP.



Item No.	Resolution	Type of Resolution
Special Business		
1.	Preferential Issue and Allotment of 2,00,00,000 Convertible Warrants into equity shares of face value of Rs. 10 /- each to Promoter and Non-Promoter(s) group of the company	Special
2.	To consider and approve the Increase in Authorized share capital of the company up to Rs. 25,00,00,000/- under section 61 of the Companies Act, 2013	Ordinary
3.	To Regularise/ Appoint Mr. Nitin Kumar Bhalotia (DIN: 02067326) as Director of the company	Ordinary
4.	Appointment of Mr. Nitin Kumar Bhalotia (DIN: 02067326) as Managing Director of the Company and fixing his remuneration.	Special

In connection with the above referred matters, we hereby submit my report as under:

1. The Company had completed the dispatch of the Notice of the EGM on Tuesday, February 20, 2024 by electronic mode to those Members whose e-mail addresses are registered with the Company/ Registrar & Transfer Agent of the Company or the Depositories on 16TH February 2024 ('Internal Cut-off date').
 2. The Company had published an advertisement on Monday, February 22, 2024 regarding completion of dispatch of EGM Notice including all requisite information required to cast the vote, to eligible Members in English Daily 'Active Times' and in Regional Daily 'Mumbai Lakshadweep' editions respectively;
 3. In compliance with provision of the Act and applicable circulars issued from time to time, the Members of the Company holding shares as on 8th March 2024 ('Cut- off Date') had an option to vote through the e-Voting facility;
- The Company had offered e-Voting facility to its Members for casting their votes electronically. The e-Voting process commenced on Tuesday, 12TH March 2024 at 9:00 a.m. and ended on Thursday, 14TH March 2024 at 5:00 p.m.;
4. At the EGM of the Company held at the registered office , on Friday, 15TH March 2024, after considering all the items of business, the facility to vote through poll was provided to facilitate those Members who were attending the Meeting but could not participate in the remote e-Voting to record their votes.
 5. The remote e-Voting has been unblocked on Friday, 15TH March 2024, after 05:00 P.M. in our presence and in the presence of two witnesses (who are not in the employment of the Company);
 6. After unblocking the votes cast, the total votes cast both through remote E-voting Process and by Voting in the EGM, were consolidated and has been considered for the purpose of this report.

The result of the remote e-Voting together with that of the voting conducted at the EGM by way of electronic means are as under:



SPECIAL BUSINESS

Item No. 1 (As an Special Resolution):

Preferential Issue and Allotment of 2,00,00,000 Convertible Warrants into equity shares of face value of Rs. 10 /- each to Promoter and Non-Promoter(s) group of the company:

Promoter/ Public	No. of Shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	1102360	64370	5.83	64370	0	100	0
Public - Institutional Holders	0	0	0	0	0	0	0
Public - others	397640	158755	39.92	158755	0	100	0
Total	1500000	223125	14.87	223125	0	100	0

As the number of vote cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as per Item No. 1 as set forth in the EGM Notice dated February 03, 2024 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., Friday, 15TH March 2024.

Item No. 2 (As an Ordinary Resolution):

To consider and approve the Increase in Authorized share capital of the company up to Rs. 25,00,00,000/- under section 61 of the Companies Act, 2013:

Promoter/ Public	No. of Shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	1102360	64370	5.83	64370	0	100	0
Public - Institutional Holders	0	0	0	0	0	0	0
Public - others	397640	158755	39.92	158755	0	100	0
Total	1500000	223125	14.87	223125	0	100	0

As the number of vote cast in favour of the Resolution is more than the number of votes cast against, I report that the Ordinary Resolution as per Item No. 2 as set forth in the EGM Notice



dated February 03, 2024 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., Friday, 15TH March 2024.

Item No. 3 (As an Ordinary Resolution):

To Regularise/ Appoint Mr. Nitin Kumar Bhalotia (DIN: 02067326) as Director of the company:

Promoter/ Public	No. of Shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	1102360	64370	5.83	64370	0	100	0
Public - Institutional Holders	0	0	0	0	0	0	0
Public - others	397640	158755	39.92	158755	0	100	0
Total	1500000	223125	14.87	223125	0	100	0

As the number of vote cast in favour of the Resolution is more than the number of votes cast against, I report that the Ordinary Resolution as per Item No. 3 as set forth in the EGM Notice dated February 03, 2024 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., Friday, 15TH March 2024.

Item No. 4 (As an Special Resolution):

Appointment of Mr. Nitin Kumar Bhalotia (DIN: 02067326) as Managing Director of the Company and fixing his remuneration :

Promoter/ Public	No. of Shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	1102360	64370	5.83	64370	0	100	0
Public - Institutional Holders	0	0	0	0	0	0	0
Public - others	397640	158755	39.92	158755	0	100	0
Total	1500000	223125	14.87	223125	0	100	0

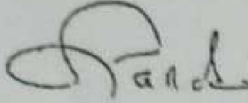
As the number of vote cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as per Item No. 4 as set forth in the EGM Notice dated February 03, 2024 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., Friday, 15TH March 2024.



The said result along with the Scrutinizer's report would be intimated to the Stock Exchange where the Company's securities are listed viz. www.bseindia.com, displayed on the website of CDSL viz. www.evotingindia.com and the Company's website viz. www.arisinternational.in
Thanking you,

Yours Faithfully

For Saroj Panda & Co



SAROJ KUMAR PANDA
Practicing Company Secretary
Membership No.: 5071
COP No.: - 3699
UDIN: F005071E003602731

Place: Bhubaneshwar
Date: 19TH March, 2024

The following were the witnesses to the unblocking of the votes 15TH March, 2024:

Witness 1 Name : Sachin Shivgan



Witness 2 Name : Rakesh Pal

