

# ARGL LIMITED

Reg. Office: B 33 Somdutt Chamber I, 5 Bhikaji Cama Place, New Delhi 110066  
CIN: U74899DL1995PLC070717, Website: [www.argl.com](http://www.argl.com),  
Email Id: [compliance.argl@arglltd.com](mailto:compliance.argl@arglltd.com), Ph. 9311026222

---

## **SUPPLEMENTARY NOTICE OF THE 29<sup>TH</sup> ANNUAL GENERAL MEETING**

**THIS SUPPLEMENTARY NOTICE** of the 29<sup>th</sup> Annual General Meeting (AGM) of M/s ARGL Limited (Company) is issued to transact the following additional special business at the AGM which is scheduled to held through Video Conferencing (VC) at shorter notice on **Tuesday, 18<sup>th</sup> June 2024 at 11:30 AM (IST)** and this notice shall form part of notice of the aforementioned AGM issued on 5<sup>th</sup> June 2024 for all the purposes.

### **SPECIAL BUSINESS**

#### **Item No. 4: Adoption of the amended Memorandum of Association (MOA) of the Company in line with the provisions of the Companies Act, 2013**

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

**“RESOLVED THAT** pursuant to the provisions of section 4, 13 and other applicable provisions, if any, of the Companies, Act, 2013, including any statutory modification or re-enactment thereof for the time being in force, and the rules framed thereunder, consent of the Members of the Company be and is hereby accorded to alter / amend the Memorandum of Association (MOA) of the Company by aligning the existing MOA as per the provisions of the Companies Act, 2013 and other editorial changes as per the amended MOA placed at the AGM.

**RESOLVED FURTHER THAT** Mr. Rakesh Darbari, Whole Time Director & CEO, Mr. Sanjiv Narain Mathur, Chief Financial Officer and Ms. Chakshu Syal, Company Secretary of the Company be and are hereby jointly and severally authorized to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto.”

#### **Item No. 5: Adoption of the amended Articles of Association (AOA) of the Company in line with the provisions of the Companies Act, 2013**

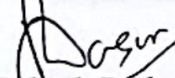
To consider and, if thought fit, to pass, the following resolution (with or without modifications) as Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of section 5 and 14 and other applicable provisions, if any, of the Companies, Act, 2013, including any statutory modification or re-enactment thereof for the time being in force, and the rules framed thereunder, consent of the Members be and is hereby accorded to alter / amend the Articles of Association (AOA) of the Company by aligning the existing AOA as per the provisions of the Companies Act, 2013 and other editorial changes as per the amended AOA placed at the AGM and same is adopted, to the entire exclusion of the regulations contained in the existing AOA of the Company.

**RESOLVED FURTHER THAT** Mr. Rakesh Darbari, Whole Time Director & CEO, Mr. Sanjiv Mathur, Chief Financial Officer and Ms. Chakshu Syal, Company Secretary of the Company be and are hereby jointly and severally authorized to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto."

**Place : Gurugram**  
**Date : 15.06.2024**

By order of the board of directors  
For **ARGL Limited**



**Rakesh Darbari**  
**(Whole Time Director)**

**DIN: 06596677**

**Address: G-071, Regent House, DLF City, Phase-4, Gurgaon-122002, Haryana**

**NOTES IN ADDITION TO THE NOTES OF THE ORIGINAL AGM NOTICE**

1. Supplementary Notice is issued at shorter notice than as required under Section 101 of the Companies Act, 2013. The Members are requested to provide their consent, pursuant to the aforesaid Section of the Act, for such shorter notice by writing to the Company Secretary before the commencement of the AGM.

2. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 on the items of this Supplementary Notice forms part of this Notice.

**EXPLANATORY STATEMENT**

[PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013]

The following statements set out all material facts relating to the special businesses mentioned in the accompanying supplementary notice:

**ITEM NO. 04 & 05**

A few clauses of the existing Memorandum of Association (MOA) and Articles of Association (AOA) of Company continues to refer to the provisions of the Companies Act, 1956. Also, there are several clauses / regulations in the existing MOA and AOA which are not in conformity with the provisions of the Companies Act, 2013 and therefore it is deemed necessary and therefore proposed to adopt the amended MOA and AOA of the Company to make it consistent with the Companies Act, 2013 and to reflect the updated position in a lucid and coherent manner. Further, some editorial changes or insertions are also required.

The Board of Directors already approved the amended MOA and AOA of the Company. For amending the MOA and AOA as proposed above consent of Members is necessary. Accordingly, the consent of the Members is sought to pass the Special Resolution(s) as set out at Item No. 4 & 5 of this Supplementary Notice for adoption of the amended MOA and AOA.

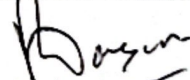
None of the Directors / Key Managerial Personnel & their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out in Item No. 4 & / or 5 of this Supplementary Notice.

The Board recommends the Special Resolution(s) as set out in Item No. 4 & 5 of this Supplementary Notice for approval of the Members of the Company.

**Place :** Gurugram  
**Date :** 15.06.2024

By order of the board of directors

For **ARGL Limited**



**Rakesh Darbari**

**(Whole Time Director)**

**DIN:** 06596678

**Address:** G-071, Regent House, DLF City, Phase-4, Gurgaon-122002, Haryana