Association of Registered Investment Advisers

CIN : U93090MH2019NPL319033

Date: September 6, 2025

Dear Members,

You are cordially invited to attend the Seventh Annual General Meeting of the members of the Association of Registered Investment Advisers ("the Company") to be held on Tuesday, September 23, 2025 at 06.00 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 AGM) through electronic means to its Members in respect of the business to be transacted at the AGM. The Notice of the meeting containing the business to be transacted along with instructions for e-voting are enclosed herewith.

Yours Truly,

---Sd---
Ms. Renu Maheshwari
Chairperson & Director
(DIN: 07151535)

Enclosures:
1. Notice of the Seventh Annual General Meeting (AGM)
2. Instructions for e-voting
3. Financial Statements comprising of Audited Balance Sheet, Statement of Income & Expenditure and Directors' Report

7th Floor, 701 / 702, Madhava Building, Bandra Kurla Complex, BANDRA EAST, MUMBAI, Mumbai Suburban, Maharashtra, 400051. Contact - 9819226808, Email id - office@aria.org.in, Website - https://aria.org.in/

NOTICE is hereby given that the Seventh Annual General Meeting ("**AGM**") of the Members of Association of Registered Investment Advisers ("**Company**") will be held on Tuesday, September 23, 2025 at 06.00 p.m. IST through electronic mode [video conference ("VC") or other audio-visual means ("OAVM")] to transact the following business:

ORDINARY BUSINESS:

Item No. 1: Adoption of Audited Financial Statements

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025 and the Reports of the Board and the Auditors thereon.

SPECIAL BUSINESS:

Item No. 2: Amendment to Articles of Association (AoA)

To approve addition of Associates and Affiliates categories, amend and adopt a new set of Articles of Association of the Company and 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 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 new Articles of Association are submitted and placed before this Meeting be and are hereby approved and adopted in substitution for, and to the exclusion of 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."

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

---Sd---
Ms. Renu Maheshwari
Chairperson & Director
(DIN: 07151535)

Registered Office:

701/702 Madhava Building 7th floor,
Bandra Kurla Complex, Bandra East,
Mumbai – 400051.

Date: September 06, 2025
Place: Chennai

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 AGM is annexed hereto and forms part of this Notice as **Annexure 1.**

2. **Procedure for Attending the AGM Through Video Conference (VC) or Other Audio Visual Means (OAVM):** The Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 09/2024 dated September 19, 2024 which is in continuation of circular dated, September 25, 2023, December 28, 2022, 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 AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM 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 7th AGM:

- 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 AGM through the VC/OAVM mode, 15 minutes before the scheduled time of commencement of AGM 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 AGM. 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 AGM 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 AGM without any restrictions pertaining to joining the AGM on a first come first serve basis.

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

(iv) Since this AGM 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 AGM. 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 along with the Annual Report for the financial year ended March 31, 2025 consisting of financial statements including Board's Report, Auditors' Report and other documents required to be attached therewith(collectively referred to as '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 AGM 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 AGM.

5. **Route Map:** Since the AGM 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, Saturday, August 30, 2025 (cut-off date).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 Saturday, September 06, 2025. 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 can send an email to membership@aria.org.in for updating their email Id, contact number or any other membership details.

8. **Member Queries with Respect to Annual Report or Businesses as Stated in the Notice of this AGM:**

For smooth conduct of AGM proceedings, Members who wish to receive information with respect to Company's Annual Report for FY 2024-25 or have queries with regard to the financial statements and the matters to be placed at the 7th AGM, 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 48 hours in advance before the start of meeting i.e. by Sunday, September 21, 2025 before 06.00 p.m. (IST).

(i) Members who wish to ask questions or express their views at the AGM 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 48 hours in advance before the start of meeting i.e. by Sunday, September 21, 2025 before 06.00 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 AGM, 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 AGM to ensure that the process is carried out in a fair and transparent manner.

(iii) Members attending the AGM 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 AGM 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 AGM but cannot vote during the AGM.

(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. Tuesday, September 16, 2025

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

(vi) The remote e-voting period begins on Tuesday, September 16, 2025 (09.00 a.m. IST onwards) and ends on Monday, September 22, 2025 (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 September 22, 2025. 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 AGM i.e. on Tuesday, September 23, 2025

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 AGM. Members who are entitled to participate in the AGM can view the proceedings of AGM 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.

Item No. 2: Approval and adoption of restated Articles of Association (AoA) of the Company:

The Board of Directors of the Company in its meeting held on Tuesday, July 15, 2025 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. New defined Categories i.e. Associate and Affiliate has been added.
2. With introduction of new defined categories (i.e. Associate and Affiliate) 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 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. 2 except to the extent of their membership in the Company.

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

---Sd---

Ms. Renu Maheshwari
Chairperson& Director
(DIN: 07151535)

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

Date: September 06, 2025
Place: Chennai

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

A. Procedure and instructions for remote e-voting:

i. The voting period begins on Tuesday, September 16, 2025 (09.00 a.m. IST onwards) and ends on Monday, September 22, 2025 (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 AGM through VC / OAVM:

i. Members will be provided with a facility to attend the 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 shareholders/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 AGM 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 directors@aria.org.in (company email id). These queries will be suitably replied either at the AGM 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 AGM are as under:

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

ii. Only those members, who are present in the 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 AGM.

iii. If any votes are cast by the members through the e-voting available during the 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 AGM. However, they will not be eligible to vote at the AGM.

v. If you have any queries or issues regarding attending AGM & 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- 022 62343626)or Mr. Rakesh Dalvi (022-022 62343625).

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- 62343626/25.

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

--sd/--

Ms. Renu Maheshwari
Chairperson & Director
(DIN: 07151535)

Registered Office:
701/702 Madhava Building 7th floor,

Bandra Kurla Complex, Bandra East,
Mumbai – 400051.

Date: September 06, 2025
Place: Chennai