



# AGARWAL FORTUNE INDIA LIMITED

(Formerly known as Devki Leasing and Finance Limited)

CIN: L74110RJ1993PLC085542

Date: 13/06/2025

To,  
The General Manager-Listing  
Bombay Stock Exchange Limited (BSE)  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort  
Mumbai- 400 001.

Script Code - 530765 / Scrip Name - AGARWAL

Subject: Notice of Extraordinary General Meeting.

Dear Sir/Mam,

Pursuant to the applicable provisions of SEBI (LODR) Regulations, 2015 and also in accordance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations"), and in continuation of the Outcome of Board Meeting submitted today i.e. **Friday, 13th June, 2025**, the Board of Directors approved for calling of the 1st Extra Ordinary General Meeting (EGM) of the Company for the Financial Year 2025-26.

The Extra Ordinary General Meeting of the Members of Agarwal Fortune India Limited (the "Company") is scheduled to be held on **Wednesday, 9th July, 2025 at 03:30 P.M. (IST)** via Video Conferencing ("VC") or other Audio Video Means ("OAVM"), to transact the business as set out in the notice of EGM, in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circulars and regulations issued by SEBI from time to time.

Event	Date
Benpose Date for Sending Notice	Friday, 13 <sup>TH</sup> June, 2025 as first cut-off date for dispatch of Notice whose e-mail addresses are registered with the Company/Registrars and Transfer Agent/Depositories.
Record date for e-voting (cut-off date)	Wednesday, 2nd July, 2025, as cut-off date to determine the eligibility to vote by electronic means in the general meeting.
Book Closure Date	Not applicable
Date and time of EGM	Wednesday, 9th July, 2025 at 03:30 P.M. (IST) through Video Conferencing ("VC") or other Audio Video Means ("OAVM")
Remote e-voting period	From Sunday, 6th July, 2025 at 09:00 A.M. (IST) to Tuesday, 8th July, 2025 at 05:00 P.M. (IST). The facility of casting votes by a member using remote e-Voting system before the EGM as well as remote e-Voting during the EGM will be provided by NSDL
Voting Result	On or before 11.07.2025

The copy of the Notice of Extra Ordinary General Meeting is attached herewith, and will be sent through electronic mode to all the Members whose e-mail addresses are registered with the Company/Registrars and Transfer Agent/Depositories.

You are requested to kindly take the above on your records.

Thanking You  
Yours faithfully

**FOR AGARWAL FORTUNE INDIA LIMITED**  
(Formerly known as Devki Leasing and Finance Limited)

**Aditi Parmar**  
(Company Secretary & Compliance Officer)  
M. No.: A37301

Enclosed: as above



# AGARWAL FORTUNE INDIA LIMITED

CIN: L74110RJ1993PLC085542

**Registered Office:** S-9-A, 2nd Floor, Sagar Ratna, Gopalpura Bypass Road, Shri Gopal Nagar, Jaipur- 302019(Rajasthan)

**Corporate Office:** Third Floor, F-2264, RIICO Industrial Area, Ramchandrapura, Jaipur - 302022 (Rajasthan)

**Email Id:** afiljaipur@gmail.com

**Website:** www.agarwalfortune.com

**Contact:** 91-7230043249

## NOTICE OF 1<sup>ST</sup> EXTRA ORDINARY GENERAL MEETING

NOTICE is hereby given that an **Extra Ordinary General Meeting** of the Members of **Agarwal Fortune India Limited** (the "**Company**") will be held on **Wednesday, 9<sup>th</sup> July, 2025 at 03:30 P.M. (IST)** through Video Conferencing ("VC") or other Audio Video Means ("OAVM") to transact the following businesses:

### Special Business:

#### 1. INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL AMENDMENT IN THE CAPITAL CLAUSE IN MEMORANDUM OF ASSOCIATION OF THE COMPANY.

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

"**RESOLVED THAT** in accordance with the provisions of Sections 13, 61 and all other applicable provisions of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, approval of the members be and is hereby accorded to increase the Authorised Share Capital of the Company Rs. 3,75,00,000/- (Rupees Three Crore Seventy-Five Lakhs Only) divided into 37,50,000 (Thirty-Seven lakhs Fifty Thousand) Equity Shares of Rs.10/- each to Rs. 8,75,00,000/- (Rupees Eight Crore Seventy-Five Lakhs Only) divided into 87,50,000 (Eighty-Seven Lakhs Fifty Thousand) Equity Shares of Rs. 10/- each by creation of 50,00,000 (Fifty Lakhs) new equity shares of Rs. 10/- each and consequently, the existing Clause V of the Memorandum of Association of the Company be and is hereby altered and substituted by the following as new Clause V:

"**V.** The Authorised Capital of the Company is Rs. 8,75,00,000/- (Rupees Eight Crore Seventy-Five Lakhs Only) divided into 87,50,000 (Eighty-Seven Lakhs Fifty Thousand) Equity Shares of Rs. 10/- each with power to increase and/or reduce the capital of the Company as provided in the Articles of Association of the Company."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company, be and is hereby accorded to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and further may delegate any of its powers granted under this resolution to any Director, Key Managerial Personnel, or any officer/executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

## **2. APPOINTMENT OF MRS. POOJA DANGAYACH (DIN: 11056575) AS AN INDEPENDENT DIRECTOR**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 160, 161, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (‘Act’) and the Companies (Appointment and Qualification of Directors) Rules, 2014 as well as other Rules made thereunder and pursuant to applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’), as amended (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the provisions of the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and as approved by the Board, approval of the members be and is hereby accorded for appointment of **Mrs. Pooja Dangayach (DIN: 11056575)** as an Independent Director of the Company, who was appointed as an Additional Director of the Company, under the category of Non-Executive by the Board with effect from 13.06.2025, to hold the office till the ensuing General Meeting, in terms of Section 161 of the Companies Act, 2013 and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act read with Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations, and also submitted self-declaration that she is not debarred from SEBI or any authority in pursuance to BSE Circular "Ref No. LIST/COMP/14/2018-19 dated June 20, 2018" and is eligible for appointment under the provisions of the Act and the applicable Regulations, read with the Rules made thereunder and the applicable provisions of Listing Regulations, to hold office for a term of Five consecutive years i.e., 09<sup>th</sup> July, 2025 (commencing from the date of EGM) till 08<sup>th</sup> July, 2030 and not liable to retire by rotation.

**RESOLVED FURTHER THAT** any director of the company be and is hereby authorized to do all such acts, deeds, matters and things and execute all documents or writings as may be necessary, desirable or expedient to give effect to the above resolutions, including completing necessary filings with the relevant regulatory authorities regarding such appointment.”

By Order of the Board

**FOR AGARWAL FORTUNE INDIA LIMITED**

Sd/-

**Aditi Parmar**

Company Secretary

M. No. - A37301

**ADITI**

**PARMAR**

Digitally signed  
by ADITI PARMAR  
Date: 2025.06.13  
12:52:51 +05'30'

Date: 13<sup>th</sup> June, 2025

Place: Jaipur

**Registered Office:**

S-9-A, 2nd Floor, Sagar Ratna, Gopalpura Bypass Road,  
Shri Gopal Nagar, Jaipur- 302019 (Rajasthan)

**Corporate Office:**

Third Floor, F-2264, RIICO Industrial Area,  
Ramchandrapura, Jaipur - 302022 (Rajasthan)

**Notes:**

1. In compliance with the aforesaid MCA Circulars, applicable provisions of the Companies Act, 2013 (“Act”) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), this Extra Ordinary General Meeting (EGM) is being held through VC / OAVM. Ministry of Corporate Affairs (“MCA”), vide its General Circular No. 09/2024 dated 19 September 2024 read with other previous MCA General Circulars No. 09/2023 dated 25 September 2023, 10/2022 dated 28 December 2022, 02/2022 Dated 5 May 2022, No. 20/2020 dated 5 May 2020, No. 17/2021 dated 13 April 2021 and No. 14/2021 dated 8 April 2021 (collectively referred to as “MCA Circulars”), has permitted Companies to hold their Extra Ordinary General Meetings through Video Conference (VC) or Other Audio Visual Means (OAVM). The Corporate Office of the Company at Third Floor, F-2264, RIICO Industrial Area, Ramchandrapura, Jaipur - 302022 (Rajasthan), shall be deemed to be the venue for the EGM. Since the EGM will be held through VC, the Route Map is not annexed in this Notice.

2. In compliance with these Circulars, provisions of the Act and SEBI Listing Regulations, the EGM of the Company is being conducted through VC/OAVM facility, without the physical presence of Members at a common venue.
3. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (“the Act”) relating to the special business to be transacted at the Extra-ordinary General Meeting (“EGM”/ “Meeting”) is annexed hereto.
4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with **National Securities Depository Limited (NSDL)** for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the EGM will be provided by NSDL.
5. Remote E-Voting and Record Date: The remote e-voting period begins on Sunday, 6th July, 2025 at 09:00 A.M. and ends on Tuesday, 8th July, 2025 at 05:00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. **Wednesday, 2nd July, 2025**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 2nd July, 2025. The Members who have cast their vote by remote e-voting prior to the EGM may also attend / participate in the EGM but shall not be entitled to cast their vote again.
6. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through e-voting.
7. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
8. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
9. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at [www.https://agarwalfortune.com](http://www.https://agarwalfortune.com). The Notice can also be accessed from the website of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the EGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsd.com](http://www.evoting.nsd.com).
10. This EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circulars and regulations issued by SEBI from time to time.
11. Members holding shares in electronic form are requested to immediately intimate any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company / Registrar of the Company (BEETAL Financial & Computer Services Pvt Ltd.).

12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Registrar of the Company (BEETAL Financial & Computer Services Pvt Ltd.).
13. Scrutinizer and Voting Results : CS Monika Gupta, On behalf of **M/s SKMG & Co.**, Practicing Company Secretary (M.No. FCS 8208 & C.P. No. 8551), has been appointed as the Scrutinizer in the meeting of Board of Directors held on 13th June , 2025 for providing facility to the members of the Company to scrutinize the voting at the EGM and remote e-voting process in a fair and transparent manner. The Scrutinizer shall, immediately after the conclusion of voting at the EGM, first count the votes cast during the EGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the EGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.  
The voting results declared along with the Scrutinizer's Report shall be placed on the Company's website <https://agarwalfortune.com/investor-relation/notice-and-result/> and click on scrutinizer's report and on the website of NSDL immediately after the declaration of the result by the Chairman or a person authorized by the Chairman. The results shall also be immediately forwarded to BSE Limited. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to have been passed on the date of the EGM.
14. The Remote E-Voting, Joining and Voting during the EGM, as provided by NSDL are as follows:

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -**

The remote e-voting period begins on Sunday, 6th July, 2025 at 09:00 A.M. and ends on Tuesday, 8th July, 2025 at 05:00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Wednesday, 2nd July, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 2nd July, 2025.

**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**

**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

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.

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.	1. 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of

NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. <https://eservices.nsd.com> 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 or joining virtual meeting & voting during the meeting.
3. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com>. Select “**Register Online for IDeAS Portal**” or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> 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 or joining virtual meeting & voting during the meeting.
5. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.



Individual Shareholders holding securities in demat mode with CDSL

1. Users who have opted for CDSL 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 [www.cdslindia.com](http://www.cdslindia.com) and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as

	<p>per the information provided by company. On clicking the evoting 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 or joining virtual meeting &amp; voting during the meeting. 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.</p> <p>3. 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.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a 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 evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<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 or joining virtual meeting &amp; voting during the meeting.</p>

**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
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>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</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>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</p>

**B) Login Method for e-Voting and joining virtual meeting 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 ‘Shareholder/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 :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
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 folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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 your existing password to login and 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.
  - 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 and 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' and 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.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.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 and join General Meeting on NSDL e-Voting system.**

### **How to cast your vote electronically and join General Meeting 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 and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
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 also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the 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.

### **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 skmgcs@gmail.com with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). 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 other 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, 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.: 022 - 4886 7000 or send a request to at [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 [afiljaipur@gmail.com](mailto:afiljaipur@gmail.com).
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 [afiljaipur@gmail.com](mailto:afiljaipur@gmail.com). If you are an Individual shareholders 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 and joining virtual meeting 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 in order to access e-Voting facility.

### **THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM 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 in the EGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be the same person mentioned for Remote e-voting.

### **INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM

will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the 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 remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.
5. **Speaker Registration before EGM:**
  - Shareholders who would like to express their views/have questions may send their questions in advance atleast **10 days prior to meeting (being last date 28.06.2025)** mentioning their name demat account number/folio number, email id, mobile number at [afiljaipur@gmail.com](mailto:afiljaipur@gmail.com), between Monday, 23.06.2025 (9.00 a.m. IST) to Saturday, 28.06.2025 (5.00 p.m. IST).
  - Only those Members who have registered themselves as a speaker will be allowed to express their views / ask questions during the EGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the EGM. Please note that, Members question will be answered only, the Shareholder continue to **hold the shares as of cut-off date**.
  - Further, Members who would like to have their questions/queries responded to during the EGM are requested to send such questions/queries in advance within the aforesaid date and time, by following the similar process as stated above.
  - Due to limitations of transmission and coordination during the Q&A session, the Company may dispense with the speaker registration during the e-EGM conference.

#### **VOTING RESULTS :**

CS Monika Gupta, On behalf of M/s SKMG & Co., Practicing Company Secretary (M.No. FCS 8208 & C.P. No. 8551), has been appointed as the Scrutinizer in the meeting of Board of Directors held on 13th June , 2025 for providing facility to the members of the Company to scrutinize the voting at the EGM and remote e-voting process in a fair and transparent manner.

The Scrutinizer shall, immediately after the conclusion of voting at the EGM, first count the votes cast during the EGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the EGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.

The voting results declared along with the Scrutinizer's Report shall be placed on the Company's website <https://agarwalfortune.com/investor-relation/notice-and-result/> and click on scrutinizer's report and on the website of NSDL immediately after the declaration of the result by the Chairman or a person authorized by the Chairman. The results shall also be immediately forwarded to BSE Limited.

Subject to receipt of requisite number of votes, the Resolutions shall be deemed to have been passed on the date of the EGM.

## Summarized information at glance

Particulars	Details
Time and Date of EGM	Wednesday, 9th July, 2025 at 03:30 P.M. (IST)
Venue/Mode	Through video conference at below link: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a>
Cut-off date for e-voting	2nd July, 2025
E-voting Start time and date	Sunday, 6th July, 2025 at 09:00 A.M. (IST)
E-voting end time and date	Tuesday, 8th July, 2025 at 05:00 P.M. (IST)
E-voting website links (Please use as applicable to you)	<a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> <a href="https://web.cdslindia.com/myeasitoken/home/login">https://web.cdslindia.com/myeasitoken/home/login</a>
E-voting Event Number (EVEN)	134076
Contact details of RTA	Mr. Bhawendra Jha, Manager BEETAL Financial & Computer Services Pvt Ltd. BEETAL HOUSE, 3rd Floor, 99, Madangir, Behind LSC, New Delhi - 110062 Email id: <a href="mailto:beetalrta@gmail.com">beetalrta@gmail.com</a> Website: <a href="https://beetal.in/rta-services/">https://beetal.in/rta-services/</a> Contact no. for support-01142959000-09
Contact details of NSDL for E-Voting	National Securities Depository Limited 301, 3rd Floor, Naman Chambers, G Block, Plot No- C-32, Bandra Kurla Complex, Bandra East, Mumbai- 400051 Email id: <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> Contact no. for support .: 022 - 4886 7000

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013  
READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES,  
2014.**

The following Statement sets out all material facts relating to the Special Business proposed in this EGM Notice:

**Item No. 1**

Presently, the Authorised Share Capital of the Company is Rs. 3,75,00,000/- (Rupees Three Crore Seventy Five Lakhs Only) divided into 37,50,000 (Thirty Seven lakhs Fifty Thousand) Equity Shares of Rs.10/- each .

Considering the size and operations of the Company and in order to facilitate any further capital issuances, the Board of Directors at its meeting held on **Friday, 13th June, 2025**, have recommended to increase the Authorised Share Capital from Rs. 3,75,00,000/- (Rupees Three Crore Seventy-Five Lakhs Only) divided into 37,50,000 (Thirty-Seven lakhs Fifty Thousand) Equity Shares of Rs.10 each to Rs. 8,75,00,000/- (Rupees Eight Crore Seventy-Five Lakhs Only) divided into 87,50,000 (Eighty-Seven Lakhs Fifty Thousand) Equity Shares of Rs. 10/- each by creation of 50,00,000 (Fifty Lakhs) new equity shares of Rs. 10/- each.

This increase in the Authorised Share Capital as aforesaid would require consequential alteration to the existing Clause V of the Memorandum of Association of the Company requires members' approval in terms of Sections 13 and 61 of the Companies Act, 2013.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of this EGM Notice.

Accordingly, The Board of Directors recommends the Ordinary Resolution as set out in Item No. 1 of this EGM Notice for approval of the members.

**Item No. 2**

The Board of Directors of the Company at its meeting held on 13<sup>th</sup> June, 2025, has appointed **MRS. POOJA DANGAYACH (DIN: 11056575)** as an Additional Director in the capacity of Independent Director, pursuant to the recommendation of Nomination & Remuneration Committee. The appointment is for a term of five consecutive years, commencing from 09<sup>th</sup> July, 2025 (commencing from the date of EGM) till 08<sup>th</sup> July, 2030, subject to the approval of the members of the Company.

The Company has received all necessary declarations and disclosures from Mrs. Pooja Dangayach, confirming that she meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013, and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further, the Company has also received her consent to act as a Director under Section 152 of the Companies Act, 2013, and a declaration that she is not disqualified from being appointed as a Director under Section 164 of the Act. Mrs. Pooja Dangayach has also submitted a declaration confirming that she meets the independence criteria under the applicable provisions and is not debarred from associating with any listed entity by SEBI or any other authority, as per BSE Circular "Ref No. LIST/COMP/14/2018-19" dated June 20, 2018.

In the opinion of the Board, Mrs. Pooja Dangayach satisfies the conditions prescribed under the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable rules and regulations for appointment as an Independent Director. She is independent of the management and possesses the requisite integrity and expertise.

Additional information, including the brief profile of Mrs. Pooja Dangayach as the Director seeking appointment at the Extra Ordinary General Meeting, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with relevant SEBI Circulars and Secretarial Standards (SS-2), is provided below:

S.NO.	Name of Director	MRS. POOJA DANGAYACH
1.	DIN	DIN: 11056575
2.	Date of Birth & Age	10/12/1996 29 years
3.	Date of appointment	13/06/2025
4.	Qualification	Commerce Graduate from University of Rajasthan (B. Com) in the year 2018.
5.	Nature of expertise in specific functional areas (Brief Profile of Director)	She has approximately 5 years of work experience with a Chartered Accountancy firm based in Jaipur, with expertise in finance, taxation and accounting.
6.	Terms and conditions of appointment/re-appointment	Appointed as Independent Director (Non-Executive Woman Director), not liable to retire by rotation.
7.	Details of remuneration to be paid or proposed to be paid, if any	NIL
8.	Details of remuneration proposed to be paid	NIL
9.	No. of Equity Shares held in company	NIL
10.	Disclosure of relationships with other Directors and KMPs	There exists no relationship with other Directors and Key Managerial Personnel inter-se
11.	Directorship held in other listed entities and the membership of Committees of the Board	Directorship held in other listed entities: Nil Committee memberships: Nil
12.	Listed entities from which resigned in the past three years	Nil

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No. 2.

The Board of Directors recommends the Special Resolution for the appointment of Mrs. Pooja Dangayach as an Independent Director of the Company, as set out in Item No. 2 of this EGM Notice for approval of the members.

By Order of the Board

**FOR AGARWAL FORTUNE INDIA LIMITED**

Sd/-

**Aditi Parmar**

Company Secretary

M. No. – A37301

ADITI

PARMAR

Digitally signed  
by ADITI PARMAR  
Date: 2025.06.13  
12:53:14 +05'30'

Date: 13<sup>th</sup> June, 2025

Place: Jaipur

**Registered Office:**

S-9-A, 2nd Floor, Sagar Ratna, Gopalpura Bypass Road,  
Shri Gopal Nagar, Jaipur- 302019 (Rajasthan)

**Corporate Office:**

Third Floor, F-2264, RIICO Industrial Area,  
Ramchandrapura, Jaipur - 302022 (Rajasthan)