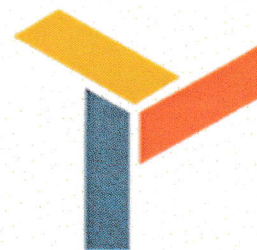


Anant Raj Global Limited



CIN: L70100HR2016PLC065615
Corporate Office: C-3, Qutab Institutional Area
Katwaria Saria, New Delhi - 110016
Tel. : 011-41244300, 011-41244344
E-mail : tarc@anantrajglobal.com Website : www.tarc.in

March 01, 2021

To,
The General Manager,
Deptt of Corporate Services,
BSE Limited,
P.J. Tower, Dalal Street,
Mumbai – 400001

To,
The Vice President,
National Stock Exchange of India Limited,
Exchange Plaza,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400051

Scrip code: 543249

Scrip Symbol: TARC

Sub: Postal Ballot Notice

Dear Sir / Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Postal Ballot Notice dated February 27, 2021 sent today to the Members of the Company on their registered mail IDs for seeking their approval by Postal Ballot through e-voting only, for the following Special Business as set out in the said Postal Ballot Notice:

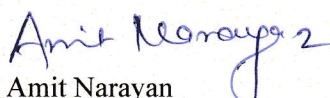
1. Change of Name of the Company and Consequential Amendment to Memorandum and Articles of Association of the Company.
2. Shifting of Registered Office of the Company from the State of Haryana to the National Capital Territory (NCT) of Delhi and consequent amendment to Memorandum of Association of the Company.
3. Change in Object Clause of the Company by adding clauses in “Other Objects”.
4. Appointment of Mr. Amar Sarin as Managing Director & Chief Executive Officer.

The e-voting facility will commence on Wednesday, March 03, 2021 at 09:00 A.M (IST) and will end on Thursday, April 01, 2021 at 05:00 P.M (IST) (both days inclusive).

Kindly take the above on your records.

Yours Faithfully

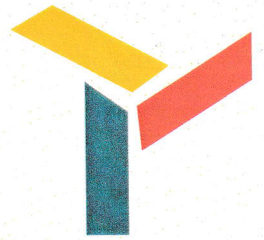
For Anant Raj Global Limited


Amit Narayan
Company Secretary
A20094



Anant Raj Global Limited

CIN : L70100HR2016PLC065615
Corporate Office : C-3, Qutab Institutional Area
Katwaria Saria, New Delhi - 110016
Tel. ; 011-41244300, 011-41244344
E-mail : tarc@anantrajglobal.com Website : www.tarc.in



NOTICE OF POSTAL BALLOT (PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014)

NOTICE is hereby given, pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013, (the 'Companies Act'), read with Rule 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), Secretarial Standard issued by Institute of Company Secretaries of India on General Meetings ('SS-2'), (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and other applicable laws and regulations, if any, that it is proposed to seek consent of the shareholders ('Members') of Anant Raj Global Limited (the '**Company**'), for the resolutions appended herein below through postal ballot ('**Postal Ballot**') by way of remote electronic voting ('**E-voting**').

In view of the pandemic situation of COVID-19 and pursuant to the guidelines and notification issued by the Ministry of Home Affairs, Government of India and in light of circulars issued by the Ministry of Corporate Affairs, Government of India (the 'MCA') vide its General Circular No.14/2020 dated April 08, 2020, General Circular No.17/2020 dated April 13, 2020 and General Circular No. 22/2020 dated June 15, 2020 read with General Circular No. 33/2020 dated 28th September, 2020 and General Circular No. 39/2020 dated December 31, 2020 (collectively referred to as "**MCA Circulars**") and pursuant to Section 110 of the Companies Act and the Rules made thereunder, the Company proposes the passing of resolutions as per this Postal Ballot Notice.

In terms of said Section of the Companies Act and the Rules, a Company may, and in case of resolutions relating to such business as the Central Government may, by notification, declare to be conducted only by Postal Ballot, shall, get any resolution (other than Ordinary Business and any Business in respect of which Directors or Auditors have a right to be heard at any meeting) passed by means of Postal Ballot, instead of transacting the business in general meeting of the company.

In terms of the MCA Circulars, in view of the current extraordinary circumstances due to COVID-19 pandemic requiring social distancing, companies are advised to take all decisions requiring Members' approval, other than items of ordinary business or business where any

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person has a right to be heard, through the mechanism of Postal Ballot/ E-voting in accordance with the provisions of the Companies Act and Rules made thereunder, without holding a general meeting that requires physical presence of Members at a common venue.

The MCA has clarified that for Companies that are required to provide E-voting facility under the Companies Act, while they are transacting any business (es) only by Postal Ballot upto June 30, 2021, the requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA Circulars will be applicable mutatis mutandis.

Further, the company will send Postal Ballot Notice by e-mail to all its Members who have registered their e-mail addresses with the Company, their Registrars and Transfer Agents or Depository/ Depository Participants and the communication of assent/ dissent of the Members will only take place through the E-voting system.

This Postal Ballot is accordingly being initiated in compliance with the above MCA Circulars.

In compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the Members for this Postal Ballot.

You are requested to peruse the following proposed Resolutions along with their respective Explanatory Statement and thereafter record your assent or dissent by means of E-Voting system only provided by the Company.

Members are requested to read the instructions in the Notes under the section 'Voting through Electronic Means'. References to postal ballot(s) in this Postal Ballot Notice include votes received electronically.

The Notice will also be available on the company's website, www.tarc.in and on the NSDL's website, www.evoting.nsdl.com

The Board of Directors have appointed **Mr. P.K. Mishra of M/s. P.K. Mishra & Associates, Practicing Company Secretaries**, Delhi, as scrutinizer for conducting the postal ballot voting process in a fair and transparent manner.

The Scrutinizer will submit his report to the Chairman of the Company ('the Chairman') or to any other person authorized by the Chairman after the completion of the e-voting. The results of the postal ballot/e-voting shall be declared on or before **Saturday, April 03, 2021** and shall be communicated to the BSE Limited ("BSE"), National Stock Exchange of India Limited ("NSE"), and shall also be displayed on the depository, NSDL's website, www.evoting.nsdl.com and on the Company's website, www.tarc.in.

The Resolutions along with the Explanatory Statements, pursuant to Section 102 of the Act, pertaining to the Resolutions, setting out the material facts are as follows:

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SPECIAL BUSINESS:

1. Change of Name of the Company and Consequential Amendment to Memorandum and Articles of Association of the company:

To consider and if deemed fit, to pass the following as a **SPECIAL RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Section(s) 4,13,14 and 15 and all other applicable provisions, if any, of the Companies Act, 2013, read with applicable rules and regulations framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or any other applicable law(s), regulation(s), guideline(s), and subject to the approvals, consents, sanctions and permissions of the Central Government / Stock Exchange(s) / appropriate regulatory and statutory authorities, consent of the members of the Company be and is hereby accorded to change the name of the company from “Anant Raj Global Limited” to “TARC Limited”.

RESOLVED FURTHER THAT the new name of the company be given effect from the date of issue of fresh certificate of incorporation consequent to change in name by the Registrar of Companies and accordingly the name “Anant Raj Global Limited” wherever it occurs in the Memorandum of Association and Articles of Association of the Company be substituted by the name “TARC Limited”.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take all such steps and do all such acts, deeds and things as is considered necessary, expedient or incidental in relation to the said matter and take such actions and give such directions as it may consider necessary or desirable to give effect to this resolution.”

2. Shifting of Registered Office of the Company from the State of Haryana to the National Capital Territory (NCT) of Delhi

To consider and if deemed fit, to pass the following as a **SPECIAL RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Section 12, 13 and all other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with Rule 30 of the Companies (Incorporation) Rules, 2014 (including any statutory modification(s), or re-enactment(s) thereof for the time being in force) and subject to approval of the Central Government through the office of the Regional Director, Ministry of Corporate Affairs and other authority(ies), if any, and subject to such other approvals, permissions and sanctions, as may be required under the provisions of the said Act or under any other law for the time being in force, consent of the members be and is hereby granted for shifting of the Registered Office of the Company from the State of Haryana to the National Capital Territory (NCT) of Delhi.

RESOLVED FURTHER THAT Clause II of the Memorandum of Association of the Company be substituted with the following clause:

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II. The Registered Office of the Company will be situated in the National Capital Territory of Delhi.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to make necessary application(s)/petition with the Central Government through the office of the Regional Director, Ministry of Corporate Affairs and other competent authorities, if any, for the aforesaid shifting of registered office; to agree to such conditions or modifications that may be imposed, required or suggested by the Central Government, the Regional Director, Ministry of Corporate Affairs and other competent authorities, if any, or that may otherwise be deemed fit or proper by the Board; to settle all questions or difficulties that may arise with regard to the aforesaid in such manner as it may determine in its absolute discretion, without requiring the Board to secure any further consent or approval of the members of the Company; and to take such steps and to do all such acts, deeds, matters and things as may be required, necessary, proper or expedient, to give effect to this Resolution.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to delegate all or any of the aforesaid powers/authorities to any committee of Directors, to Director(s), officers, legal counsel, advisors or consultants of the Company.”

3. Change in Object Clause of the Company

To consider and if deemed fit, to pass the following as a **SPECIAL RESOLUTION**:

“**RESOLVED THAT** pursuant to the provisions of Section 13 and other applicable provisions, if any, of Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed there under, consent of the members of the Company be and is hereby accorded to add the following other objects after sub clause (10) of clause III (B) of the Memorandum of Association of Company:

11. To carry on business as estate brokers, estate agents and estate managers, subcontractors, construction and building agents and to manage land, buildings and other property situate in India or elsewhere whether belonging to the Company or not and to collect rents and income.
12. To run, establish and maintain Schools, Colleges, Post Graduate Colleges, Institutions (autonomous or otherwise), Universities and training Centers for imparting regular and by correspondence (wherever possible) elementary, professional, vocational, industrial, technical, physical, intellectual, spiritual and moral education through their own or through a network of franchises in India or elsewhere and to promote, setup, acquire and establish, whether directly or indirectly, Companies, Special purpose vehicles, ventures, collaborations, funds, associations, societies, trusts, partnerships or any other forms of business for undertaking the above and to subscribe, acquire or dispose of shares, debentures, other securities or interest therein as may be applicable, in such companies, special purpose vehicles, ventures, collaborations, funds, associations, societies, trusts, partnerships or any other form of business, subject to compliance of all

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laws, rules and regulations, directions as may be applicable in this regards from time to time.

13. To Sub-let all or any contracts from time to time and upon such terms and condition as may be thought expedient.
14. To acquire or undertake the whole or any part of the business property, goodwill and liabilities of any person or Company carrying on business which the Company is authorized to carry on.
15. To enter into any arrangements with any Governments or State Authorities, Municipal, Local or otherwise, that may seem conducive to the Company's objects, or any of them and to obtain from any such Government Authority, any rights, privileges and concessions which the Company may think it desirable to obtain and to carryout exercise, and comply with any such arrangements, rights, privileges and concessions.
16. To invest and deal with the moneys of the Company not immediately required in such manner as may from time to time be determined.
17. Subject to the provisions of Section 73 of the Companies Act, 2013 (including any other applicable provisions) and as per the directives of Reserve Bank of India to borrow, raise or secure the payment of money, or to receive money on deposit at interest for any of the purpose of the Company and at such time or times and in such manner as may be thought fit and in particular by the issue of debentures or debenture-stock perpetual or otherwise, including debentures or debenture-stock, convertible into shares of this or any other Company or perpetual annuities and as security for any such money so borrowed, raised or of any such debentures, or debenture-stock so issued, to mortgage, pledge or change the whole or any part of the property, assets, or revenue and profits of the Company, present or future, including its uncalled capital, by special assignment or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders, power of sale and other powers as may seem expedient and to purchase, redeem, or pay off any such securities, provided that the Company shall not carry on banking business as defined in the Banking Regulation Act, 1949.
18. To lend money to such persons and on such terms as may seem expedient and in particular to members of the staff, customers and others having dealings with the Company and to guarantee the performance of contracts or engagements by any such persons.
19. To distribute as bonus share amongst the members or to place to reserve or otherwise to apply as the Company may from time to time determine any moneys received in payment of forfeited shares and moneys arising from the sale by the Company of forfeited shares or any moneys received by way of premium on shares or debentures issued at a premium by the Company.
20. To enter into partnership or into any arrangement like joint venture.

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21. To borrow or raise money for the purpose of Company, as the Company shall think fit and in particular as either by creating a charge on the property of the Company (both movable and immovable)[including the properties forming part of its wholly owned subsidiaries/LLP's formed by the Company/belonging to the Company] or by raising debentures charged upon all or any of the Company's property [including the properties forming part of its wholly owned subsidiaries/LLP's formed by the Company/belonging to the Company], both present and future.
22. To remunerate any person or company for services rendered or to be rendered in placing or assisting to place or guaranteeing the placing of any shares, debentures, debenture-stock or other securities of the Company or in or about the formation or promotion of the Company or the conduct of its business.
23. To distribute, among the members in specie or in kinds any property of the Company in the event of winding up of the Company or any proceeds of sales or disposal of any property of the Company subject to the provisions of the Companies Act.
24. To form, incorporate, promote any company or companies whether in India or elsewhere, having amongst its or their objects, the acquisition of all or any of the assets or control, management or development of the Company or any other object or objects which in the opinion of the Company could or might assist the company in the management of its business or the development of its properties or otherwise prove advantageous to the Company and to pay all or any of the costs and expenses incurred in connection with any such promotion or incorporation and to remunerate any person or company in any manner it shall think fit for services rendered or to be rendered, in obtaining subscription for or placing or assisting to place or to obtain subscription for or for guaranteeing the subscription of or the placing of any shares in the capital of the Company, or any bonds, debentures, obligations or securities of any other Company, held or owned by the company or in which the Company has any interest in or about the formation of promotion of the Company or the conduct of its business or in or about the promotion of any other such company in which the Company may have an interest.
25. To take or otherwise acquire and hold shares in any other Company and particularly in a Company having objects, altogether or in part similar to those of the objects of this Company.
26. To mortgage any immovable property of the Company in favour of any Bank, Financial Institutions, lender, etc., in order to secure to the extent specified in the Board Resolution any credit facility availed of by any Director/Managing Director of the Company in his individual name, any sister concern, firm, associate company, subsidiary, or holding company or any of its Directors are interested in or in which the Directors are common, or any company / firm /entity in which the Directors have a substantial stake, and further to execute the instruments of mortgage as deemed necessary.

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27. To guarantee the payment of moneys, borrowed by the Company or any other person, whether incorporated or not, whether unsecured or secured by or payable in respect of promissory notes, bonds, debentures, debenture stocks, contracts, mortgages, charges, obligations, instruments and securities and to offer as security for any such money so borrowed, raised or received, the mortgage, pledge or charge of the whole or any part of the property, assets or revenue of the Company, present or future, including its uncalled capital and generally to guarantee or become surety for the performance of any contract or obligation in connection with business of the Company or any other person, whether incorporated or not.
28. To carry on investment and finance business and dealing in shares, debenture, opinions, stocks, securities and properties of any kind and description.
29. To undertake Corporate Social Responsibility ("CSR") activities in terms of the provisions of the Companies Act, 2013 and the Rules made thereunder or in such other manner as the Company deems fit.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take all such steps and do all such acts, deeds and things as may be necessary to give effect to above Resolution."

4. Appointment of Mr. Amar Sarin as Managing Director and Chief Executive Officer

To consider and if deemed fit, to pass the following as a **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and all 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 pursuant to the provisions of Articles of Association of the Company, consent of the members of the Company be and is hereby accorded to the appointment of Mr. Amar Sarin (DIN: 00015937) as Managing Director and Chief Executive Officer of the Company for a period of 5 (Five) years with effect from December 28, 2020 without any remuneration.

RESOLVED FURTHER THAT the Board of Directors / Nomination and Remuneration Committee be and is hereby also authorized to vary or modify the terms of his appointment, subject to such approvals as may be necessary.

RESOLVED FURTHER THAT Mr. Amar Sarin shall be liable to retire by rotation as a Director pursuant to the provisions of Section 152 of the Companies Act, 2013, (including any statutory modifications or re-enactments thereof) however, if re-appointed as a Director immediately on retirement by rotation, he shall continue to hold his office as Managing Director and such re-appointment as Director shall not be deemed to constitute a break in his appointment as Managing Director.

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RESOLVED FURTHER THAT the Board be and is hereby authorized to take all such steps and do all such acts, deeds and things as may be necessary to give effect to above Resolution.”

Date : February 27, 2021
Place : New Delhi



By Order of the Board

Amit Narayan
Amit Narayan
Company Secretary

NOTES:

1. An Explanatory Statement pursuant to Section 102 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, setting out the material facts and reasons for the resolutions in respect of the businesses set out above is annexed hereto. A copy of the Postal Ballot Notice is also available on the Company's website www.tarc.in, NSDL's website www.evoting.nsdl.com and at the relevant section(s) of the websites of BSE Limited (BSE) and National Stock Exchange of India Limited (NSE).

2. The shareholders who have not yet registered their email address are requested to get their email addresses registered by following the procedure given below:

Pursuant to the aforesaid MCA Circular issued by Ministry of Corporate Affairs, for remote e-voting for this Postal Ballot, shareholders who have not registered their email address and in consequence the e-voting notice could not be served to them may temporarily get their email address registered with the Company's Registrar and Share Transfer Agent, Skyline Financial Services Pvt. Ltd. Shareholders may write the request to register/update their E-mail address with RTA at the following link: <http://www.skylinerta.com/EmailReg.php> Post successful registration of the email, the shareholder would get soft copy of the notice and the procedure for e-voting along with the User ID and Password to enable e-voting for their Postal Ballot.

3. The Portal for E-voting will remain open for the Members for exercising their voting from **Wednesday, March 03, 2021** at 09:00 a.m. India Standard Time ('IST') till **Thursday, April 01, 2021** at 05:00 p.m. (IST) both days inclusive. The E-voting needs to be exercised by 05:00 p.m. (IST) on **Thursday, April 01, 2021**. Please note that E-voting module will be disabled for e-voting by NSDL after the said date and time. During this period, the Members of the company holding shares either in physical form or dematerialized form, as on **Friday, February 26, 2021** ('cut-off date'), may cast their vote electronically. Once vote on a resolution is cast by the member, he/ she shall not be allowed to change it subsequently or cast the vote again.

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4. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on the last date specified by the Company for E-voting i.e **Thursday April 01, 2021**. Further, resolutions passed by the Members through E-voting are deemed to have been passed effectively at a general meeting.
5. The Postal Ballot Notice is being sent by e-mail to all the Members, whose name appears on the Register of Members/ List of Beneficial Owners maintained by the Depositories as on cut-off date i.e **Friday, February 26, 2021** and who have registered their e-mail addresses in respect of electronic holdings with the Depositories through the concerned Depository Participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent i.e. M/s Skyline Financial Services Private Limited. Each Member's voting rights shall be in proportion to his/ her share of the Paid-Up Equity Share Capital of the Company as on cut-off date, which will only be considered for voting.
6. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
7. The Board of Directors has appointed **Mr. P. K. Mishra of M/s. P.K. Mishra & Associates, Practicing Company Secretaries** for scrutinizing the E-voting process and conducting Postal Ballot process in a fair and transparent manner.
8. The Scrutinizer shall prepare Scrutinizer's Report on the total votes cast in favour or against or abstained, if any. The Scrutinizer will submit his report to the Chairman of the Company or any person authorized by him, after completion of scrutiny of votes received through E-voting. The results of the Postal Ballot will be announced on or before **Saturday, April 03, 2021**.
9. The results of the Postal Ballot will be posted on the company's website www.tarc.in, NSDL's website www.evoting.nsdl.com and will also be communicated to the BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE").
10. All the documents referred to in this Notice and the Statement pursuant to Section 102 of the Companies Act, 2013, will be posted on the company's website www.tarc.in to facilitate online inspection of relevant documents until last date of E-voting of this Postal Ballot i.e. **Thursday, April 01, 2021**.
11. As required by Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the Listing Regulations, the details pertaining to this Postal Ballot will be published in one English national daily newspaper circulating throughout India (in English language) and in one vernacular language newspaper (in Hindi language) circulating in that district in which registered office of the Company is situated. **The Result of the Postal Ballot will be published in** one English national daily newspaper circulating throughout India (in English language) and in one vernacular language newspaper (in Hindi language) circulating in that district in which registered office of the Company is situated.

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12. To support the “Green Initiative” Members who have not registered their e-mail addresses so far are requested to register their e-mail address with the company’s RTA or the Depository Participants, in respect of shares held in physical/ electronic mode respectively.
13. In compliance with the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder, Regulation 44 of SEBI Listing Regulations, SS-2 and the provisions of the Ministry of Corporate Affairs Circulars, and any amendments thereto, the Company is providing facility for voting by E-voting to all the Members of the company to enable them to cast their votes electronically on the items mentioned in the Notice.
14. For this purpose, the company has engaged the service of NSDL and has made necessary arrangements with NSDL to facilitate E-voting. In terms of the General Circular No.14/2020 dated April 08, 2020 read with General Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs, Government of India (the ‘MCA Circulars’), voting can be done only by E-voting. As the E-voting does not require a person to attend to a meeting physically, the Members are strongly advised to use the E-voting procedure by themselves and not through any other person/ proxies.
15. The e-voting facility begins on **Wednesday, March 03, 2021** at (9:00 a.m. IST) and ends on **Thursday, April 01, 2021** (5:00 p.m. IST). During this period, the members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of **Friday, February 26, 2021**, are entitled to avail the facility to cast their vote electronically. The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by NSDL upon expiry of the aforesaid period. Once the vote on a resolution is cast by the member, he / she shall not be allowed to change it subsequently. The instructions for members voting electronically are as under:
16. The detailed procedure with respect to E-voting is as follows:
 - A. For members receiving an e-mail from NSDL, e-voting service provider [for members whose e-mail addresses are registered with the Company / DP(s)]:

Step 1: Log-in to NSDL e-Voting system

- (i) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/>
- (ii) Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
- (iii) A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL e-services after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. cast your vote electronically.
- (iv) Your User ID details will be as per details given below:

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- 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***).
- (v) Your password details 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 enter the 'initial password' and the system will force you to change your password.
 - c. How to retrieve your 'initial password'?
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'.
- (vi) 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.
 - b. "Physical User Reset Password?" (If you are holding shares in physical mode) option available on 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.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
- (vii) After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- (viii) Now, you will have to click on "Login" button.
- (ix) After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

- (i) After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
- (ii) After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
- (iii) Select "EVEN" of the Company.
- (iv) Now you are ready for e-Voting as the Voting page opens.

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- (v) 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.
- (vi) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (vii) You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- (viii) Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

- (i) 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 id with a copy marked to evoting@nsdl.co.in.
- (ii) 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 to reset the password.

Other Information:

- ❖ Your login id and password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are the shareholder.
- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.

In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of <https://www.evoting.nsdl.com> or contact NSDL by email at evoting@nsdl.co.in or call on NSDL at the following toll free no.: 18002229990

**Explanatory Statement
(Pursuant to Section 102 of the Companies Act, 2013)**

1. Anant Raj Global Limited was initially incorporated as wholly owned subsidiary of Anant Raj Limited and pursuant to the Composite Scheme of Arrangement as sanctioned by the Hon'ble National Company Law Tribunal, Chandigarh Bench, Chandigarh (NCLT) vide its order dated August 24 2020, the Project Division of Anant Raj Limited was demerged and vested into Anant Raj Global Limited (the Company) which is now controlled and managed under the leadership of Mr. Anil Sarin (and family) and the remaining business of Anant Raj Limited is now controlled and managed under the leadership of Mr. Ashok Sarin (and

Anil



family). However, due to resemblance of the name of Company "Anant Raj Global Limited" with Anant Raj Limited and to avoid ambiguity and for more clarity among the stakeholders it is considered prudent to change the name of the Company.

Further the Company owns the Registered trademark "TARC" (acronym for "The Anant Raj Corporation") it is proposed to change the name of the Company to "TARC Limited" subject to all necessary and statutory approvals.

The Board recommends the resolution for approval by the members as a Special Resolution.

None of the directors, key managerial personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise in the proposed resolution except as shareholders.

You are requested to communicate your assent or dissent for the aforesaid resolution, in accordance with the instructions set out herein.

2. Presently, the Registered Office of the Company is situated at G002, MACEO, Sector-91, Gurugram, Haryana - 122505. The Corporate Office of the Company is situated at C-3, Qutab Institutional Area, Katwaria Sarai, New Delhi-110016. Most of the management team and other employees are based in Delhi. A significant part of the real estate holding of the Company is also situated in Delhi, where the real estate activities are in process.

Your management is of the view that, the shifting of the registered office of the Company to Delhi, would make the business operations and other affairs of the Company more convenient and efficient.

Your management also endeavors to focus more on the business activity in NCT of Delhi and its surrounding areas which will enable the Company to conduct its operations more economically and efficiently. Hence, for ease of administration and cost effectiveness it is proposed to shift the registered office of the Company to the NCT of Delhi.

Further, alteration in Clause-II of the Memorandum of Association of the Company will also be required to mention that registered office of the Company is situated in the NCT of Delhi.

Pursuant to the provisions of Section 12, 13, 110 and all other applicable provisions, if any, of the Act read with applicable Rules and Regulations made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), shifting of Registered Office from one State to another and alteration of Clause II of the Memorandum of Association (the "MOA") of the Company requires the approval of the members of the Company by way of a Special Resolution through Postal Ballot and approval of the Central Government (power delegated to Regional Director).

The proposed change will in no way be detrimental to the interest of any member of Public, Employees or other Associates of the Company in any manner whatsoever.

Amit



The Board recommends the resolution for approval by the members as a Special Resolution.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the said resolution except as shareholders.

You are requested to communicate your assent or dissent for the aforesaid resolution, in accordance with the instructions set out herein.

3. The Company is involved in real estate activities. To expand the sphere of the activities and to facilitate smooth operations of present activities, the Board considers it prudent to add several other objects in the "Other Objects" clause of the Memorandum of Association of the Company. The same will not only allow the Company to widen its sphere of activities, but also facilitate efficient functioning of the present projects.

The Board recommends the resolution for approval by the members as a Special Resolution.

None of the directors, key managerial personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise in the proposed resolution except as shareholders.

You are requested to communicate your assent or dissent for the aforesaid resolution, in accordance with the instructions set out herein.

4. Mr. Amar Sarin (DIN: 00015937) was appointed as a Non-Executive Director liable to retire by rotation w.e.f. August 29, 2018

In accordance with the Scheme of Arrangement sanctioned by the Chandigarh Bench of the Hon'ble NCLT vide Order dated August 24, 2020, the project division of Anant Raj Limited was demerged and vested into Anant Raj Global Limited and shares were allotted to the shareholders of Anant Raj Limited in Anant Raj Global Limited. Further, the shares of Anant Raj Global Limited were listed and admitted to trading on The BSE and The National Stock Exchange of India (NSE).

Pursuant to the provisions of Section 203 of the Companies Act, 2013 read with Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, every listed company shall have a Managing Director, or Chief Executive Officer or a Whole-Time Director;

Accordingly, the Board of Directors, in its meeting held on December 28, 2020 and as recommended by the Nomination & Remuneration Committee, appointed Mr. Amar Sarin as Managing Director and Chief Executive Officer of the Company for a period of 5 (five) years, subject to approval of the shareholders.

He forms part of the Promoter and Promoter Group.

Amar



However, to enable the Company to stabilize the operations, Mr. Amar Sarin has agreed to not take any remuneration for his appointment/ services for the time being.

Details Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards are as under:

Name	Mr. Amar Sarin
Age	38 Years
Qualifications	Graduate
Expertise in specific functional area	More than 15 years of experience in Real Estate Development, Finance, Business Development, Land Acquisition, Construction and marketing of group projects.
Terms and conditions	As per proposed resolution
Remuneration drawn during the year 2019-20	Nil
Date of first appointment on the Board	29/08/2018
Shareholding in the Company	1389308
Relationships between directors inter-se & Key Managerial Personnel	Son of Mr. Anil Sarin, Chairman of the Company
No. of Board meeting attended during the current financial year till date	9 (Nine)
Directorships held in other companies as on February 27, 2021	<ol style="list-style-type: none"> 1. Roseland Buildtech Private Limited 2. AAA Realty Private Limited 3. Greenline Buildcon Private Limited 4. Tricolor Hotels Limited 5. H B P Estates Private Limited 6. TARC Projects Limited 7. A-Plus Estates Private Limited 8. Townsend Promoters Private Limited 9. ANAS Buildtech Private Limited 10. PHD Chamber of Commerce and Industry 11. Skipper Travels International Private Limited 12. Grand Park Estates Private Limited 13. Delhi Motels Private Limited 14. Spiritual Developers Private Limited 15. ARG Equine Private Limited
Memberships / Chairmanships of committees of the Board of other Companies on which he is a Director (includes only Audit Committee and	None

Anil



Stakeholders' Relationship Committee)	
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The above may be treated as a written memorandum setting out the terms & conditions of appointment of Mr. Amar Sarin under Section 190 of the Act.

Mr. Amar Sarin and Mr. Anil Sarin being related may be deemed to be interested in this resolution. No other director, key managerial personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise in the proposed resolution except as shareholders.

The Board considers that the appointment of Mr. Amar Sarin as Managing Director and CEO will be immensely beneficial to the Company and hence recommends the resolution for approval by the members as a Special Resolution.

You are requested to communicate your assent or dissent for the aforesaid resolution, in accordance with the instructions set out herein.

Place : New Delhi
Date : February 27, 2021



By Order of the Board

Amit Narayan

Amit Narayan
Company Secretary

Electronic Voting Particulars			
S. No.	EVEN (E-Voting Event Number)	User ID	Password (PIN)
1	Change of Name of the Company and Consequential Amendment to Memorandum and Articles of Association of the company		
2	Shifting of Registered Office of the Company from the state of Haryana to the National Capital Territory (NCT) of Delhi and consequent amendment to Memorandum of Association of the company		
3	Change in the Objects Clause of the Company by adding clauses in "Other Objects"		
4	Appointment of Mr. Amar Sarin as the Managing Director & CEO of the Company		

