



**Date: 03/09/2025**

To, National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 NSE Scrip Symbol: INTERARCH	To, BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001 BSE Scrip Code 544232
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**Sub: Notice of the 42<sup>nd</sup> Annual General Meeting of INTERARCH BUILDING SOLUTIONS LIMITED**

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, attached herewith is the Notice of the 42<sup>nd</sup> AGM of the Company to be held on Thursday, September 25, 2025 at 11:00 PM (IST) via Video Conference / Other Audio-Visual Means, in accordance with the applicable Circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

The Company is providing remote e-voting and e-voting facility at 42<sup>nd</sup> AGM to the members through electronic voting platform of CDSL. Members holding shares either in physical form or dematerialized form as on cut-off date i.e. Thursday, September 18, 2025 may cast their votes electronically on the resolutions included in the Notice of 42<sup>nd</sup> AGM.

The remote e-voting shall commence from 09:00 a.m. (IST) on Monday, September 22, 2025 and shall end at 05:00 p.m. (IST) on Wednesday, September 24, 2025.

The information are also available on the website of the Company at [www.interarchbuildings.com](http://www.interarchbuildings.com).

You are requested to kindly take the same on your record.

**For INTERARCH BUILDING SOLUTIONS LIMITED  
(formerly Interarch Building Products Limited)**

**ARVIND NANDA  
MANAGING DIRECTOR  
DIN: 00149426**

**INTERARCH BUILDING SOLUTIONS LIMITED**

(Formerly known as Interarch Building Products Limited)

Head Office : B-30, Sector 57, Noida - 201301, India.

Tel.: +91 120 4170200, CIN:

L45201DL1983PLC017029



Registered Office: Farm No-8, Khasra No. 56/23/2, Dera Mandi Road, Mandi Village, Tehsil Mehrauli, New Delhi - 110047, India.

[info@interarchbuildings.com](mailto:info@interarchbuildings.com) [www.interarchbuildings.com](http://www.interarchbuildings.com)

# NOTICE OF AGM

**NOTICE is hereby given that the 42<sup>nd</sup> Annual General Meeting ("AGM") of Interarch Building Solutions Limited (Formerly known as Interarch Building Products Limited) ("Interarch/Company") will be held on Thursday, September 25, 2025 at 11.00 AM. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") Means to transact the following businesses. The venue of the meeting shall be deemed to be the Registered Office of the Company at Farm No 8 Khasara No 56/ 23/ 2, Dera Mandi Road, Mandi Village, Mehrauli, Delhi, 110047.**

## ORDINARY BUSINESS

To consider and, if thought fit, pass the following resolutions as an Ordinary Resolutions:

**1. TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS THEREON;**

**"RESOLVED THAT** the audited financial statements of the Company for the financial year ended March 31, 2025, together with the reports of the Board of Directors and of the Auditors thereon, be and are hereby received, considered and adopted.

**2. TO DECLARE FINAL DIVIDEND ON EQUITY SHARES FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025**

**"RESOLVED THAT** dividend at the rate of Rs. 12.50/- (Rupees Twelve and Fifty paise only) per fully paid-up equity share of face value of 10/- each as recommended by the Board of Directors, be and is hereby declared for the Financial Year ended March 31, 2025."

**3. TO CONSIDER RE-APPOINTMENT OF MR. ISHAAN SURI AS A DIRECTOR OF THE COMPANY, LIABLE TO RETIRE BY ROTATION**

**"RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Ishaan Suri (DIN: 02714298), who retires by rotation and being eligible offers himself for re-appointment, be and is hereby reappointed as a Director of the Company, liable to retire by rotation."

## SPECIAL BUSINESSES

**4. TO APPROVE THE RE-APPOINTMENT OF MR. ARVIND NANDA (DIN: 00149426) AS MANAGING DIRECTOR**

**TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:**

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, and 198, read with Schedule V and all other applicable provisions of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], and subject to such other approvals, permissions, and sanctions as may be required, and such conditions and modifications as may be prescribed or imposed by any of the authorities while granting such approvals, the approval of the Members be and is hereby accorded for the re-appointment of Mr. Arvind Nanda. (DIN: 00149426) as the Managing Director of the Company who has attained the age of 70 years, for a period of 5 (five) years, on expiry of his present term of office, i.e w.e.f August 09 ,2026 liable to retire by rotation on a salary of Rs. 1 (One) Crore plus perquisites and on other terms and conditions as set out in the Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to revise/ alter/ modify/ amend/ change the terms and conditions as may be agreed to by the Board and Mr. Arvind Nanda within the applicable provisions of the Companies Act, 2013.

**RESOLVED FURTHER THAT** where in any financial year during the tenure of the said Managing Director, the Company has no profits or its profit are inadequate, the remuneration as may be approved by the Board of Directors of the Company from time to time shall be paid as minimum remuneration;

## NOTICE OF AGM (Contd.)

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds, matters and things and execute all documents or writings, as may be necessary or proper or expedient for the purpose of giving effect to this resolution including intimating the concerned authorities or such other regulatory body/ies and for matters connected therewith or incidental thereto including delegating all or any of the powers conferred herein to any Committee of the Directors or any Director(s) or Officer(s) of the Company to the extent permitted under the Act and the Rules thereunder.

**5. TO RATIFY THE REMUNERATION OF THE COST AUDITORS APPOINTED BY THE BOARD OF DIRECTORS OF THE COMPANY, FOR THE FINANCIAL YEAR ENDING MARCH 31, 2026**

**TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:**

“**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder [including any statutory modification(s) or re-enactment thereof for the time being in force], the remuneration of Rs. 75000/- plus applicable taxes and reimbursement of actual travel and out of pocket expenses, if any, as approved by the Board of Directors upon recommendation of the Audit Committee, to be paid to JSN & Co., COST ACCOUNTANTS as Cost Auditors (Membership Registration No. 455) as Cost Auditors of the Company for conducting the cost audit for financial year 2025-26, be and is hereby ratified, confirmed and approved.”

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**6. TO APPROVE THE APPOINTMENT OF M/S. APR & ASSOCIATES, COMPANY SECRETARIES AS SECRETARIAL AUDITOR OF THE COMPANY FOR A FIRST TERM OF FIVE YEARS**

**TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:**

“**RESOLVED THAT** pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with rules framed thereunder and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations

and Disclosures Requirements) Regulations, 2015 as amended from time to time (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), and in accordance with the recommendation of the Board of Directors of the Company, M/s. APR & Associates LLP, Company Secretaries (LLPIN: AAH-0326) (Firm Registration Number L2016DE001800 and Peer Review Certificate No. 4107/2023), be appointed as the Secretarial Auditors of the Company for a term of five (5) consecutive years, to conduct the Secretarial Audit of five consecutive financial years from 2025-26 to 2029-30 on such remuneration and reimbursement of out of pocket expenses for the purpose of audit as may be approved by the Audit Committee/Board of Directors of the Company.

**RESOLVED FURTHER THAT** approval of the members be and is hereby accorded to the Board to avail or obtain from the Secretarial Auditor, such other services or certificates, reports, or opinions which the Secretarial Auditors may be eligible to provide or issue under the applicable laws, at a remuneration as may be approved by the Audit Committee/Board of Directors of the Company.

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorised to take all actions and do all such deeds, matters and things, as may be necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard.”

**7. TO APPROVE THE APPOINTMENT OF MR. ADITYA VIJ (DIN: 03200194) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A PERIOD OF 5 (FIVE) YEARS W.E.F. AUGUST 07, 2025**

**TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:**

“**RESOLVED THAT** in accordance with the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), and the Rules made thereunder, read with Schedule IV of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (including any statutory modification(s) or re-enactment thereof for the time being in force), MR. ADITYA VIJ (DIN : 03200194), who was appointed as an Additional Director of the Company with effect from August 07, 2025, pursuant to Section 161 of the Act and Articles of Association of the Company and who has

**NOTICE OF AGM (Contd.)**

submitted the declaration that he meets the criteria for Independence as provided under the Act and the Listing Regulations and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as an Independent Director of the Company to hold office for a term of upto 5 (five) consecutive years with effect from August 07, 2025 and he shall not be liable to retire by rotation."

**RESOLVED FURTHER THAT** the Board of Directors and/ or a duly constituted Committee thereof and/ or the Key Managerial Personnel of the Company be and are hereby severally authorised to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things as may be considered necessary or expedient for giving effect to this resolution, inter-alia, filings of required forms / documents with the Ministry of Corporate Affairs and Stock Exchanges and / or other authorities as may be required to give effect to this resolution."

**8. TO APPROVE THE APPOINTMENT OF MR. ANOOP KUMAR MITTAL (DIN: 05177010) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A PERIOD OF 5 (FIVE) YEARS W.E.F. August 07, 2025:**

**TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:**

**"RESOLVED THAT** in accordance with the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), and the Rules made thereunder, read with Schedule IV of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Anoop Kumar Mittal (DIN: 05177010), who was appointed as an Additional Director of the Company with effect from August 07, 2025, pursuant to Section 161 of the Act and Articles of Association of the Company and who has submitted the declaration that he meets the criteria for Independence as provided under the Act and the Listing Regulations and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as an Independent Director of the Company to hold office for a term of upto 5 (five) consecutive years with effect from August 07, 2025 and he shall not be liable to retire by rotation."

**RESOLVED FURTHER THAT** the Board of Directors and/ or a duly constituted Committee thereof and/ or the Key Managerial Personnel of the Company be and are hereby severally authorised to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things as may be considered necessary or expedient for giving effect to this resolution, inter-alia, filings of required forms / documents with the Ministry of Corporate Affairs and Stock Exchanges and / or other authorities as may be required to give effect to this resolution."

**9. TO APPROVE INCREASE IN BORROWING LIMITS OF THE COMPANY:**

**TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:**

**"RESOLVED THAT** pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force), and the articles of association of the Company, consent is hereby accorded to the Board to borrow any sum or sums of money from time to time at their discretion for the purpose of the business of the Company, from any one or more banks, financial institutions, mutual funds and other persons, firms, bodies corporate or by way of loans or credit facilities (fund based or non-fund based) or by issue of bonds on such terms and conditions and with or without security as the Board may think fit, which together with the moneys already borrowed by the Company (apart from the temporary loans obtained from the bankers of the Company in the ordinary course of business) and being borrowed by the Board at any time shall not exceed in the aggregate at any time Rs. 1500 Crores (Rupees Fifteen hundred crores Only) irrespective of the fact that such aggregate amount of borrowings outstanding at any one time may exceed the aggregate for the time being of the paid-up capital of the Company and its free reserves that is to say reserves not set apart for any specific purpose. The above amount is approved by the Board for one year and to be reviewed again based on business requirements

**RESOLVED FURTHER THAT,** to give effect to the above resolutions, Mr. Arvind Nanda, Managing Director and Mr. Gautam Suri, Whole time Director of the Company, be and are hereby severally authorised to do all such acts, deeds, matters and things, including



## NOTICE OF AGM (Contd.)

to settle any question, difficulty or doubt that may arise and to finalise and execute all documents and writings as may be necessary.”

### 10. TO APPROVE SELL, LEASE OR OTHERWISE DISPOSE OFF WHOLE OR SUBSTANTIALLY WHOLE OF ANY OF UNDERTAKING/S OF THE COMPANY

**TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:**

“**RESOLVED THAT** in supersession of the resolution passed by shareholders of the Company through Annual General Meeting (AGM) held on August 03, 2024 and pursuant to the provisions of section 180(1) (a) of the Companies Act, 2013, and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and all other enabling provisions if any, and the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the Board of Directors (“the Board”) to hypothecate/mortgage/pledge and/or create charge on all or any immovable and movable properties of the Company both present and future or the whole or substantially the whole of the undertaking(s) of the Company in favour of the Banks/ Financial Institutions/Companies and other

Partly/Fully Convertible instruments/securities or for securing any loans of the Company or any other Group Companies or obtaining any other facility, together with interest, costs, charges, expenses and any other monies payable by the Company within amount at any time not exceeding Rs. 1500 Crores (Rupees Fifteen hundred Crores Only) or the aggregate of the paid-up capital and free reserves of the Company, that is to say, reserves not set apart for any specific purpose at the relevant time, whichever is higher.”

“**RESOLVED FURTHER THAT** the securities to be created by the Company aforesaid may rank prior/pari-passu/subservient with/to the charge/mortgage/hypothecation already created or to be created by the company as may be agreed to between the concerned parties”.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board (including any Committee of the Board) be and is hereby authorised to finalise, settle and execute such documents/deeds/writings/papers/agreements as may be required and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to resolve any question, difficulty or doubt that may arise in relation thereto or otherwise considered by the Board to be in the best interest of the Company.”

**By the Order of the Board  
FOR INTERARCH BUILDING SOLUTIONS LIMITED**

Sd/-

**Arvind Nanda**  
Managing Director  
DIN No. 00149426

Sd/-

**Gautam Suri**  
Whole Time Director  
DIN: 00149374

Date : August 07, 2025  
Place : Noida

**NOTICE OF AGM (Contd.)****NOTES:**

1. Pursuant to General Circulars issued by the Ministry of Corporate Affairs Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 20/2021 21/2021, 02/2022 and 10/2022 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022 and December 28, 2022, September 25, 2023 respectively read with Circular No. 09/2024 dated September 19, 2024 ("Collectively referred as MCA Circulars"), issued by the Ministry of Corporate Affairs (MCA) and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/CMD2/CIR/P/2023/5 dated January 05, 2023, Circular No. SEBI/HO/DDHS/P/CIR/2023/0164 dated October 06, 2023 read with Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 ("Collectively referred as SEBI Circulars") issued by the Securities and Exchange Board of India (SEBI), wherein the relaxation of holding AGM through VC has been extended till September 30, 2025 (MCA Circulars and SEBI Circulars are hereinafter collectively referred to as "the Circulars") and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), the 42<sup>nd</sup> AGM of the Company is being conducted through VC/OAVM Facility on September 25, 2025 at 11.00 AM. (IST). which does not require physical presence of Members at a common venue. The deemed venue for the 42<sup>nd</sup> AGM will be the Company's Registered Office at Interarch Building Solutions Limited, Farm No 8 Khasara No 56/ 23/ 2, Dera Mandi Road, Mandi Village, Mehrauli , Delhi, 110047. Since the AGM will be held through VC/OAVM Facility, the Route Map, proxy form and attendance slip are not annexed to this Notice.
2. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC OR OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY**
3. **FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.**
3. Institutional Investors, who are Members of the Company, are encouraged to attend and vote at the AGM through e-voting facility. Corporate Members and Institutional Investors intending to appoint their authorised representatives pursuant to Sections 112 and 113 of the Act, as the case may be, to attend the AGM through VC/OAVM or to vote through remote e-Voting are requested to send a certified copy of the Board Resolution granting such authority to the Scrutiniser by email at [vkpcpcs@gmail.com](mailto:vkpcpcs@gmail.com) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com). Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
4. Members can join the AGM through VC/OAVM mode 15 minutes before and 15 minutes after the scheduled time of commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 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 AGM without restriction on account of first come first served basis.
5. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item Nos. 4 to 10 of the Notice is annexed hereto. The relevant details, pursuant to Regulations 36(3) and 36(5) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment / re-appointment at this AGM are also annexed. Requisite declarations have been received from the Director(s) and Secretarial Auditors seeking appointment / re-appointment.
6. The Notice of the AGM along with the Annual Report 2024-25 is being sent by electronic mode to those Members whose email addresses are registered with the Company / Depositories. A letter providing the web-link, including the exact path, where complete details of the Annual Report, is being sent to those Members who have not registered their email



## NOTICE OF AGM (Contd.)

addresses. Members may note that the Notice and Annual Report 2024-25 will also be available on the Company's website at [www.interarchbuildings.com](http://www.interarchbuildings.com); websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively, and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com).

7. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI Listing Regulations, as amended and the SEBI and MCA Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with CDSL for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a Member using remote e-Voting system as well as e-Voting during the AGM will be provided by CDSL.
8. The manner of voting remotely by Members including the Members who have not registered their e-mail addresses is provided in the instructions for e-voting section which forms the part of this Notice.
9. SEBI has mandated the submission of Permanent Account Number (PAN), KYC details and nomination by physical shareholders and linking PAN with Aadhaar vide its circular No. SEBI/ HO/MIRSD/MIRSD-PoD1/P/ CIR/2023/37 dated March 16, 2023, and circular no. SEBI/HO/MIRSD/POD-1/P/ CIR/2023/181 dated November 17, 2023. Therefore, shareholders are requested to submit their PAN, KYC and nomination details to the Company's RTA i.e. MUFG Intime India Private Limited. Members holding shares in electronic form are requested to submit/ update their PAN to their Depository Participants. To mitigate unintended challenges on account of freezing of folios, SEBI vide the afore-mentioned circular has done away with the provision regarding freezing of folios not having PAN, KYC, and Nomination details.

### 10. Record Date and Dividend:

The Company has fixed September 15, 2025 as the 'Record Date' for determining entitlement of Members to final dividend for the financial year ended March 31, 2025, if approved at the AGM. Dividend of Rs. 12.50/- per equity share of Rs. 10/- each (i.e., 125%), if approved at the AGM, will be paid subject to tax deduction at source (TDS) will be made within 30 days of the Annual General Meeting as under:

- a. to all Beneficial Owners in respect of shares held in electronic form as per the data made available by the National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') as of close of business hours on Monday, September 15, 2025; and
  - b. to all Members in respect of shares held in physical form whose names appear on the Company's Register of Members after giving effect to all valid transmission or transposition requests lodged with the Company or the Registrar and Transfer Agent ('R&T Agent') as of close of business hours on Monday, September 15, 2025.
11. In order to receive the dividend in a timely manner, Members holding shares in physical form should be KYC compliant. Members who have not submitted their KYC documents are requested to send these documents latest by Wednesday, September 10, 2025 to the R&T Agent.
  12. As per the provisions of Section 72 of the Act, the facility for making nomination is available for Members in respect of shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form SH-13. If a Member desires to cancel the earlier nomination and record a fresh nomination, they may submit a request in Form SH-14. If a Member desires to opt out from Nomination facility, then they may submit a request in Form ISR-3. These forms can be downloaded from the website of MUFG at <https://web.in.mpms.mufg.com/KYC-downloads.html> or from the website of the Company at [www.interarchbuildings.com](http://www.interarchbuildings.com). Members are requested to submit the relevant form to their DP in case shares are held in electronic form and to MUFG either by raising a request at [rnt.helpdesk@in.mpms.mufg.com](mailto:rnt.helpdesk@in.mpms.mufg.com) or sending physical copies by post / delivery to any of the offices of MUFG, in case shares are held in physical form, quoting their folio number.
  13. Members are requested to register and intimate changes, if any, pertaining to their name, postal address, email address, telephone / mobile numbers, PAN, mandates, nominations, power of attorney, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc.:
    - a. For shares held in electronic form: to their respective DPs.

## NOTICE OF AGM (Contd.)

- b. For shares held in physical form: to the Company / R&T Agent through the following prescribed Forms:

Form	Description
ISR-1	Request For Registering PAN, KYC Details or Changes / Updation thereof
ISR-2	Confirmation of Signature of securities holder by the Banker
ISR-3	Declaration Form for Opting-out of Nomination
ISR-4	Request for issue of Duplicate Certificate
ISR-5	Request for Transmission of Securities by Nominee or Legal Heir
SH-13	Registration of Nomination
SH-14	Cancellation or Variation of Nomination

14. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act and the certificate from Secretarial Auditors of the Company pursuant to SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and all other documents will be available electronically for inspection by the Members during the 46th AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members during the AGM. Members seeking to inspect such documents can send an e-mail to [compliance@interarchbuildings.com](mailto:compliance@interarchbuildings.com).

15. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE\_IAD-1/P/ CIR/2023/131 dated 31st July, 2023, and SEBI/HO/ OIAE/ OIAE\_IAD-1/P/CIR/2023/135 dated 4th August, 2023, read with Master Circular No. SEBI/HO/ OIAE/ OIAE\_IAD-1/P/ CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market.

Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>)

16. The Board of Directors have appointed CS Vineet K Chaudhary, Managing Partner of M/s VKC & Associates,

Practising Company Secretary (Membership Number: F5327 & COP: 4548), as the Scrutiniser for conducting the e-voting process in accordance with law and in a fair and transparent manner. The Scrutiniser shall, immediately, unblock the votes and within a period not later than 2 (two) working days from the conclusion of the remote e-voting, submit it forthwith to the Chairman of the Company or any other person as may be authorised by the Chairman.

17. The result declared along with the Scrutiniser's Report shall be placed on the Company's website [www.interarchbuildings.com](http://www.interarchbuildings.com) and on the website of CDSL <https://www.evotingindia.com> immediately. The Company shall simultaneously forward the results to the National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed. The results shall also be placed on the notice board of the Company at its Registered Office and Corporate Office.
18. Details as required in sub-regulation (3) of Regulation 36 of the SEBI LODR Regulations and Secretarial Standard on General Meeting ("SS-2") of ICSI, in respect of the Directors seeking appointment/ re-appointment at the 46<sup>th</sup> AGM, forms integral part of the Notice of the 42nd AGM as Annexure I. Requisite declarations have been received from the Directors for seeking appointment/ re-appointment.
19. To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to register the same with your depository participants.
20. Members seeking any information with regard to the financial statements or any other matter to be placed at the AGM or who wish to inspect the relevant documents referred to in this Notice, are requested to write to the Company on or before Thursday, September 18, 2025 through email on [compliance@interarchbuildings.com](mailto:compliance@interarchbuildings.com) mentioning their DP ID and Client ID / Physical Folio Number. These will be replied to by the Company suitably.
21. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.



## NOTICE OF AGM (Contd.)

22. Members who would like to express their views/ ask questions as a speaker during the Meeting may register themselves as a speaker by sending their request mentioning their name, demat account number/folio number, e-mail ID, mobile number compliance in four days in advance of AGM date. Only those Members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the Meeting. The Company reserves the right to restrict the number of speakers as well as the speaking time depending upon the availability of time at the AGM.

### 23. E-Voting

- (i) Pursuant to Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of SEBI Listing Regulations and the MCA Circulars, the Company is pleased to provide the facility to Members to exercise their right to vote, on the Resolutions proposed to be passed at AGM, by electronic means. The Company has engaged the services of CDSL to provide the remote e-voting facility on [evotingindia.com](http://evotingindia.com) and the e-voting system on the date of the AGM.
- (ii) The members who have cast their vote by remote e-voting prior to the AGM may also participate in the AGM through VC/OAVM Facility but shall not be entitled to cast their vote again.
- (iii) The remote e-Voting period commences on Monday, September 22, 2025 (9:00 a.m. IST) and ends on Wednesday, September 24, 2025 (9:00 a.m. IST). During this period, Members holding shares either in physical form or in electronic form as on Thursday, September 18, 2025 i.e. cut-off date, may cast their vote electronically. The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently or cast vote again. Those Members, who will be attending the AGM through VC / OAVM and have not cast their vote through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through the e-Voting system during the AGM. Voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date.
- (iv) A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting before the AGM as well as e-Voting during the AGM. Any person holding shares in physical form and non-individual shareholders, acquiring shares of the Company and becoming a Member of the Company after sending of the Notice, and holding shares as of the cut-off date, may obtain the User ID and Password by sending a request at [helpdesk.evoting@cDSLindia.com](mailto:helpdesk.evoting@cDSLindia.com). However, if the Member is already registered with CDSL for remote e-Voting, then such Member can use their existing User ID and Password for casting their vote. Individual shareholders holding securities in demat mode who acquire shares of the Company and become a Member of the Company after sending of the Notice, and holding shares as of the cut-off date, may follow the steps mentioned in the Notice of the AGM under "Access to CDSL e-Voting system".

Instructions for attending the AGM through VC / OAVM and remote e-Voting (before and during the AGM) are given below.

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

**Step 2:** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on September 22, 2025 at 9:00 A.M and ends on September 24, 2025 at 5:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date (record date) of September 18, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

**NOTICE OF AGM (Contd.)**

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders’ resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their

demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"> <li>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 to Easi / Easiest are requested to visit cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token) Tab.</li> <li>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 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.</li> <li>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; My Easi New (Token) Tab and then click on registration option.</li> <li>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.</li> </ol>

NOTICE



## NOTICE OF AGM (Contd.)

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

**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. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	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
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000

**NOTICE OF AGM (Contd.)**

**Step 2:** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.
  - 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - 2) Click on "Shareholders" module.
  - 3) Now enter your User ID
    - a. For CDSL: 16 digits beneficiary ID,
    - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
  - 4) Next enter the Image Verification as displayed and Click on Login.
  - 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
  - 6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding Shares in Demat.</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant Interarch Building Solutions Limited on which you choose to vote.
- (x) 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.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.



## NOTICE OF AGM (Contd.)

- (xii) 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.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutiniser for verification.
- (xvii) **Additional Facility for Non - Individual Shareholders and Custodians -For Remote Voting only.**
  - ▶ Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - ▶ A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - ▶ After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - ▶ The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - ▶ It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued

in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutiniser to verify the same.

- ▶ Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorised signatory who are authorised to vote, to the Scrutiniser and to the Company at the email address viz, [compliance@interarchbuildngs.com](mailto:compliance@interarchbuildngs.com) if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutiniser to verify the same.

### **INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

The Board of Directors has appointed CS Vineet K Chaudhary, Managing Partner of M/s VKC & Associates, Practising Company Secretary (Membership Number: F5327 & COP: 4548), as the Scrutiniser to scrutinise the e-Voting during the AGM and remote e-Voting process in a fair and transparent manner.

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

## NOTICE OF AGM (Contd.)

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders 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 (7) days **prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [compliance@interarchbuildings.com](mailto:compliance@interarchbuildings.com) The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [compliance@interarchbuildings.com](mailto:compliance@interarchbuildings.com). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, 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.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

**24. Correspondence**

Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company at [compliance@interarchbuildings.com](mailto:compliance@interarchbuildings.com) in quoting their folio number or DP ID - client ID, as the case may be

**25. Payment of Dividend**

The final dividend, as recommended by the Board of Directors, if approved at the AGM, payment of such dividend subject to deduction of tax at source will be made within 30 days of the Annual General Meeting as under:

- (i) To all Beneficial Owners in respect of shares held in dematerialised form as per the data as may be made available by the National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL"), as of the close of business hours on Monday September 15, 2025.
- (ii) To all Members in respect of shares held in physical form after giving effect to transmission or transposition requests, change of name lodged with the Company as of the close of business hours on Monday September 15, 2025.

The Company shall make the payment of dividend to those Members directly in their bank accounts whose bank account details are available with the Company and those who have given their mandate for receiving dividends directly in their bank accounts through the National Automated Clearing House (NACH). In terms of the MCA and SEBI Circulars, in case, the Company is unable to pay dividend to any Member by the electronic mode, due to non-availability of the details of the bank account, the Company shall dispatch the dividend warrant to such Member by post.

Members holding shares in dematerialised form are requested to intimate all changes pertaining to their bank details, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company to provide efficient and better services.

To avoid the incidence of fraudulent encashment of dividend warrants, Members are requested to intimate the Company under the signature of the Sole



## NOTICE OF AGM (Contd.)

/ First Joint holder, the following information, so that the bank account number and name and address of the bank can be printed on the dividend warrants:

- Name of Sole / First Joint holder and Folio number
- Particulars of bank account, viz.
  - i) Name of bank
  - ii) Name of branch
  - iii) Complete address of bank with PINCODE
  - iv) Account type, whether Savings (SB) or Current Account (CA)
  - v) Bank Account Number

Further, in case Members have not updated their bank account details, please do so by sending a copy of a cancelled cheque leaf (self-attested), with name, bank account number, bank address and IFSC code printed thereon. In case the cheque leaf does not contain the aforesaid details, please submit a copy of the first page of the bank account passbook showing the aforesaid details, duly attested and signed by the bank manager.

Members are encouraged to use the Electronic Clearing Services (ECS) for receiving dividends.

### 26. Deduction of Tax at Source on Dividend:

Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of the Members and the Company is required to deduct TDS from dividend paid to the Members at rates prescribed in the Income Tax Act, 1961 ('IT Act') including any amendments or modifications thereto. In general, to enable compliance with TDS requirements, Members are requested to complete and / or update their Residential Status, valid PAN linked to Aadhar, Category as per the IT Act with their Depository Participants ('DPs') or in case shares are held in physical form, with the Company / R&T Agent by sending the documents by Wednesday, September 10, 2025 to enable the Company to determine the appropriate TDS / withholding tax rate applicable, verify the documents and provide exemption. For the detailed process please visit the website of the Company at [www.interarchbuildings.com](http://www.interarchbuildings.com) and also refer to the email sent to the Members in this regard.

A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly

declaration in Form No. 15G (applicable to individual) / Form 15H (applicable to an individual above the age of 60 years), provided that the eligibility conditions as prescribed under the Act are met. To avail the benefit of non-deduction of tax at source, the documents are to be submitted through Form 15G and 15H which can be downloaded from the link <https://web.in.mpms.mufg.com/formsreg/submission-of-form-15g-15h.html> and the required form 15G and 15H can be submitted through <https://web.in.mpms.mufg.com/client-downloads.html> by Wednesday, 10th September, 2025. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by uploading the documents at aforesaid link. The aforesaid declarations and documents need to be submitted by the shareholders by Wednesday, September 10, 2025.

27. Members are requested to note that dividends, if not encashed for a period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ('IEPF'). Shares in respect of which dividends have been unclaimed for a period of 7 consecutive years are liable to be transferred to the demat account of the IEPF Authority. In view of this, Members / claimants are requested to claim their dividends from the Company, within the stipulated timeline. For further details, please refer to Corporate Governance Report which is a part of this Annual Report.

### 28. Information for Non-Resident Indian Shareholders

Non-resident Indian shareholders are requested to immediately inform the Company/ RTA, if shares are held in physical mode or to their DP, if the holding is in electronic mode, regarding change in the residential status on return to India for permanent settlement and/ or the particulars of the NRE account with a bank in India, if not furnished earlier.

**NOTICE OF AGM (Contd.)****29. Depository System**

The Company has entered into agreements with the Depositories. The Depository System envisages the elimination of several problems involved in the scrip based system such as bad deliveries, fraudulent transfers, fake certificates, thefts in postal transit, delay in transfers, mutilation of share certificates, elimination of concept of market lot, elimination of bad deliveries, reduction in transaction costs, improved liquidity, etc. As per SEBI Circular with effect from April 1, 2019, the Company has stopped effecting transfer of securities in physical form. Members are therefore requested to demat their physical holding for any further transfer. Members can however continue to make request for transmission or transposition of securities held in physical form.

However, as per SEBI circular no. SEBI/HO/MIRSD/ MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022, the Company / RTA will issue Letter of Confirmation (LOC) in lieu of share certificate, which should be dematerialised within 120 days from the date of issue of LOC.

By the Order of the Board

**FOR INTERARCH BUILDING SOLUTIONS LIMITED**

Date : August 07, 2025  
Place : Noida

Sd/-  
**Arvind Nanda**  
Managing Director  
DIN No. 00149426

Sd/-  
**Gautam Suri**  
Whole Time Director  
DIN: 00149374



## NOTICE OF AGM (Contd.)

### EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ('ACT') THE FOLLOWING EXPLANATORY STATEMENT SETS OUT MATERIAL FACTS RELATING TO BUSINESS MENTIONED UNDER ITEM NOS. 4 TO 10 OF THE ACCOMPANYING NOTICE.

#### In respect of Item No. 4

The Board of Directors of the Company ("Board"), at its meeting held on August 07, 2025 has, subject to the approval of Members, re-appointed Mr. Arvind Nanda (DIN: 00149426) as Managing Director, for a period of 5 (five) years from the expiry of his present term, i.e. with effect from August 09, 2026, on the terms and conditions as recommended by the Nomination and Remuneration Committee ("NRC Committee") of the Board.

Mr. Arvind Nanda was appointed as a managing director w.e.f August 09, 2021 for a period of 5 years upto August 08, 2026. Based on the recommendations of the Nomination and Remuneration Committee at their Meeting held on August 07, 2025, the Board has, vide resolution passed on August 07, 2025, re-appointed Mr. Arvind Nanda as the Managing Director of the Company for a period of five (5) years commencing from August 09, 2026 upto August 08, 2031, subject to approval of the Members.

Mr. Arvind Nanda is the Managing Director of our Company. He has been associated with our Company since its incorporation. He is responsible for overall business decision-making and financial oversight of operational management in our Company. He holds a bachelor's degree in commerce (honours) from the University of Delhi, New Delhi, India. He has been admitted as an associate of the Institute of Chartered Accountants in England and Wales and is entitled to practise as a Chartered Accountant by the ICAI. He has nearly 30 years of experience in the pre-engineered steel buildings industry with our Company. He has guided the Company through decades of diversification and growth.

Mr. Arvind Nanda is not disqualified from being re-appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a Managing Director of the Company. Mr. Arvind Nanda satisfies all the conditions as set out in Section 196(3) of the Companies Act, 2013 and part-I of the Schedule -V of the Act for being eligible for his re-appointment.

The principal terms and conditions of Mr. Arvind Nanda Re-appointment as the Managing Director are as follows:

Period of Appointment: From August 09, 2026 upto August 08, 2031 (both days inclusive).

#### Remuneration:

**A. Salary:** Salary of Rs. 1 Crore plus perquisites as approved by Board and Members of the company.

#### B. Perquisites

The managing Director shall be entitled to perquisites like the benefit of rent free accommodation of self and family or house rent allowance in lieu thereof, company car with chauffeur, telephone at residence /cellular phones, Statutory contribution to retirement fund, club membership fees, medical coverage, overseas medical expenses, leave encashment and long service award and other benefits/allowances in accordance with the scheme(s) and rule(s) of the company from time to time, for the aforesaid benefits. The total remuneration and perquisites/benefits contemplated above, including contribution towards PF/Superannuation Fund annuity fund, gratuity fund etc. payable to Managing Director of the Company which shall not exceed 5% where there is one Managing Director/Whole Time Director(s) and 10 % where there are more than one Managing /Whole Time Director (s) of the profits of the Company calculated in accordance with section 198 of the Companies Act, 2013.

**c)** In the absence or inadequacy of the profits in any financial year, the remuneration including the perquisites will be paid to the managerial personnel including Managing / Whole-time Director(s) in accordance with the applicable provisions of Schedule V of the Act, and subject to approval of Central Government. However, in case of payment of remuneration to Professional Directors as provided under Section II of Part II of Schedule V of the Act, no approval of the Central Government shall be required subject to the compliances mentioned under the Act.

Mr. Arvind Nanda, being the promoter, is not entitled to any stock options of the Company.

The remuneration payable to Mr. Arvind Nanda will be accordingly decided by Nomination and Remuneration Committee of the Company within the overall limits approved by the Members and shall be in compliance with the overall limits provided under the Act.

It is proposed to seek the Members approval for the re-appointment of and remuneration payable to Mr. Arvind Nanda as a Managing Director, in terms of the applicable provisions of the Act and the relevant Rules made thereunder.

**NOTICE OF AGM (Contd.)**

This Explanatory Statement may also be considered as the requisite abstract under Section 190 of the Companies Act, 2013 setting out the terms and conditions of re-appointment of Mr. Arvind Nanda as the Managing Director of the Company.

Your Board of Directors recommends the Resolution at Item No. 4 for approval by the Members by way of Special Resolutions.

Except for Mr. Viraj Nanda, Director, and Mr. Arvind Nanda, Managing Director, to the extent of their shareholding interest, if any, none of the other Directors, Key Managerial Personnel of the Company, or their relatives has any financial or other interest, directly or indirectly, in the resolutions set out at Item No. 4 of this Notice.

**In respect of Item No. 5**

Under the provisions of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, as amended, the Company is required to have the audit of its cost records conducted by a Cost Accountant. Further, in accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor has to be ratified by the Members of the Company.

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of Rs. 75000/- plus applicable taxes and out of pocket expenses as Cost Auditor to conduct the audit of the cost records of the Company for the financial year ending March 31, 2026. Accordingly, under the approval from the Board of Directors, the remuneration of the Cost Auditor was fixed at Rs. 75000/- plus applicable taxes and out of pocket expenses.

Accordingly, consent of the Members is sought by way of an Ordinary Resolution as set out at Item No. 5 of the accompanying Notice for ratification of the remuneration payable to the Cost Auditor for the financial year ending March 31, 2026.

The Board recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the Members.

None of the Directors and KMPs or their relatives are concerned or interested in the Resolution at Item No. 5 of the accompanying Notice.

**In respect of Item No. 6**

As per the provisions of Section 204 of the Companies Act, 2013 and Regulation 24A of the SEBI Listing Regulations, the Company is required to undertake Secretarial Audit

by a Secretarial Auditor who shall be a Peer Reviewed Company Secretary.

Pursuant to the amended Regulation 24A of the Listing Regulations notified by SEBI on December 12, 2024 ('SEBI Implementation Circular') effective from April 1, 2025, a listed company on the recommendation of the board of directors shall appoint or re-appoint, with the approval of its Members in its Annual General Meeting:

- (i) an individual as Secretarial Auditor for not more than one term of five consecutive years; or
- (ii) a Secretarial Audit firm as Secretarial Auditor for not more than two terms of five consecutive years

Further, SEBI vide its circular no. SEBI/HO/CFD/CFDPoD-2/CIR/P/2024/185 dated December 31, 2024 read with Regulation 24A of the Listing Regulations have inter-alia, prescribed the terms and conditions including eligibility, qualifications and disqualifications with respect to appointment/reappointment of Secretarial Auditor by the listed company.

After evaluating and considering various factors such as audit experience, list of clientele and size of the firm, independent assessment and in fulfilment of the eligibility criteria and qualification prescribed under the Listing Regulations and SEBI Circular No. SEBI/HO/CFD/CFD-PoD2/CIR/P/2024/185 dated December 31, 2024, the Audit Committee and the Board of Directors of the Company at their at its meeting held on 07th August, 2025 appointed M/s. APR & Associates LLP, Company Secretaries Peer Reviewed Firm of Company Secretaries in Practice (Firm Registration Number L2016DE001800 and Peer Review Certificate No. 4107/2023), as the Secretarial Auditor of the Company for a term of five consecutive years, commencing from financial year 2025-26 till financial year 2029-30, subject to approval of the Members. If appointed, M/s. APR & Associates will carry out Secretarial Audit for financial years 2025-26 to 2029-30. M/s. APR & Associates have submitted their eligibility certificate and consent to act as the Secretarial Auditor of the Company and have confirmed that their proposed appointment, if made, will be in accordance with the conditions prescribed under Regulation 24A (1A) of the SEBI Listing Regulations.

The Company has received the consent & eligibility letter from M/s. APR & Associates LLP, Company Secretaries for their appointment.

They have confirmed the Company that they are eligible to be appointed as Secretarial Auditor of the Company and also confirmed that their appointment if made, would be within the limit specified by the Institute of Companies Secretaries of India. They have further confirmed that they



## NOTICE OF AGM (Contd.)

did not incur any of the disqualifications as specified under Regulation 24A of the Listing Regulations and that they have no conflict of interest

The Board recommends the Ordinary Resolution set out at Item No. 6 of the Notice for approval by the Members.

None of the Directors and Key Managerial Personnel ("KMP") or their relatives are concerned or interested in the Resolution at Item No. 6 of the accompanying Notice.

### **Disclosure under Regulation 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Proposed Fees	<p>The fee proposed to be paid to M/s. APR &amp; Associates LLP, Company Secretaries towards Secretarial Audit for FY 2025-26 shall be Rs. 70000/- excluding applicable taxes and out of pocket expenses, with the authority to the Board to make revisions as it may deem fit.</p> <p>The fee for services in the nature of statutory certifications and other permissible non-audit services will be in addition to the secretarial audit fee as above, and will be decided by the Management in consultation with the Secretarial Auditors. The provision of such permissible non-audit services will be reviewed and approved by the Board.</p>
Terms of appointment	<p>First term of 5 (five) consecutive years commencing from FY 2025-2026 to FY 2029-2030 to conduct Secretarial Audit of the Company.</p>
Material change in fee payable to the proposed Secretarial Auditor	<p>Not applicable as M/s. APR &amp; Associates LLP, Company Secretaries served as the Secretarial Auditor of the Company for the FY 2024-25 and in preceding year.</p>
Basis of recommendation for appointment and auditor credentials	<p>The recommendations made by the Audit Committee and the Board of Directors of the Company for appointment of Secretarial Auditor is based on the evaluation and consideration of various factors such as firm's familiarity with the Company's business and operations, audit experience, technical expertise, professional competence, industry knowledge, list of clientele and size of the firm, independent assessment and in fulfilment of the eligibility criteria and qualification prescribed under the Listing Regulations.</p> <p><b>Brief Profile</b></p> <p>M/s. APR &amp; Associates LLP, Company Secretaries peer reviewed firm of Company Secretaries in Practice bearing Unique Identification No. L2016DE001800 and peer reviewed firm bearing Certificate No. 4107/2023. The firm has experience of more than 15 years in Secretarial Audit Services and Corporate Laws, Corporate Compliance Management, Secretarial Services, FEMA, IPR, Corporate Consultancy, Liaisoning and Appearance before various Authorities.</p> <p>Backed by a dedicated and highly skilled team of professionals, M/s. APR &amp; Associates LLP, Company Secretaries is committed to meeting the evolving expectations of the corporate sector, while upholding the highest standards of corporate governance and professional integrity.</p>

**NOTICE OF AGM (Contd.)****In respect of Item No. 7**

Based on the recommendation of the Nomination and Remuneration Committee the Board of Directors appointed Mr. Aditya Vij (DIN: 03200194), as an Additional Director (in the capacity of Independent Director), to hold office for a term of five consecutive years i.e., with effect from August 07, 2025 upto August 06, 2030 (both days inclusive), pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV to the Act and the Articles of Association of the Company.

Pursuant to Regulation 17(1C) of the SEBI Listing Regulations, a director shall hold office until the date of next General Meeting or for a period of three months from the date of appointment, whichever is earlier. The Company has received notice under section 160 of the Act proposing his candidature as an Independent Director of the Company. If appointed, Mr. Aditya Vij will act as a Non-Executive, Independent Director, not liable to retire by rotation.

The Company has received a declaration from Mr. Aditya Vij stating that he meets the criteria as provided under section 149(6) read with section 149(7) of the Act, Regulation 16(1)(b) read with Regulation 25(8) of the SEBI Listing Regulations. Mr. Aditya Vij has also given a declaration that he is not disqualified under section 164 of the Act nor debarred from holding the office of a director by virtue of any order pass by SEBI or any other authority and has registered himself in the Independent Director's Data Bank maintained by Indian Institute of Corporate Affairs.

In the opinion of the Board, Mr. Aditya Vij is independent of the Management of the Company and is a person of integrity and possesses relevant expertise and experience and fulfils the conditions for appointment as an Independent Director as specified in the Act and the SEBI Listing Regulations and any modification(s) / amendment(s) thereto.

The terms and conditions of his appointment as an Independent Director shall be open for inspection by the Members.

Keeping in view his experience and expertise, the Special Resolution at Item No. 7 of the accompanying Notice for his appointment as an Independent Director of the Company is in the interest of the Company and is recommended by the Board for approval by the Members. The Board is satisfied that the appointment of Mr. Aditya Vij is justified on account of his educational background and rich professional experience in the areas of Finance, Banking, Risk Management and Compliance.

None of the other Directors or KMPs or their relatives is concerned or interested in the Resolution set out at Item No. 7 of the accompanying Notice.



**Brief profile of  
Mr. Aditya Vij**

Aditya Vij was an Operating Partner at Kedaara Capital Advisors, a private equity firm focused on India till May 31, 2025. Kedaara offers solution-oriented capital combining deep strategic & operational expertise in focused sectors, consultative approach and global connectivity to deliver superior returns.

Previously, Aditya was the Chief Executive Officer of Fortis Healthcare Ltd, one of the largest private sector Healthcare delivery providers in India till December 31, 2014. He held additional positions of Managing Director of Fortis Hospitals Ltd and Chairman of Fortis Malar Hospitals Ltd.

Prior to Fortis, Aditya was the Group President, Defense from 2009-2011 at Punj Lloyd Ltd.. where he was responsible for setting up the Defense vertical for the Group. He was instrumental in collaborating with global companies in the Defense and Aerospace Sector including Airbus Military, Lockheed Martin, Saab Aerospace, and Rheinmetall Defense. In addition, he set up a state-of-the-art manufacturing plant for heavy machining of large components for Defense and Aerospace applications.

Between 1991 and 2008, Aditya had a distinguished innings of 18 years with General Motors Europe, across five countries in Europe and Asia. Some of the key positions he held with GM include Regional Executive Director - Nordic, Benelux & Switzerland, Chairman & Managing Director - GM India and General Director - Opel Southeast Europe. Among his significant achievements at GM was the revival of the Saab brand in Sweden, the turnaround and subsequent expansion of GM's business in India, establishing an Engineering and R&D Centre for Global competitiveness in Bangalore, India and creating a strong GM footprint in Central Europe.

With over four decades of rich management experience in senior leadership positions in India and Europe, Aditya has a proven track record of successfully launching new



## NOTICE OF AGM (Contd.)

businesses, managing business turnarounds and running established businesses successfully.

Mr. Aditya completed his Masters of Business Administration (MBA) from the International Institute for Management Development (IMD) in Lausanne, Switzerland, and is a Fellow Chartered Accountant of the Institute of Chartered Accountants of India. He is also an alumnus of Shri Ram College of Commerce, Delhi University.

### In respect of Item No. 8

Based on the recommendation of the Nomination and Remuneration Committee the Board of Directors appointed Mr. Anoop Kumar Mittal (DIN: 05177010), as an Additional Director (in the capacity of Independent Director), to hold office for a term of five consecutive years i.e., with effect from August 07, 2025 upto August 06, 2030 (both days inclusive), pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV to the Act and the Articles of Association of the Company.

Pursuant to Regulation 17(1C) of the SEBI Listing Regulations, a director shall hold office until the date of next General Meeting or for a period of three months from the date of appointment, whichever is earlier. The Company has received notice under section 160 of the Act proposing his candidature as an Independent Director of the Company. If appointed, Mr. Anoop Kumar Mittal will act as a Non-Executive, Independent Director, not liable to retire by rotation.

The Company has received a declaration from Mr. Anoop Kumar mittal stating that he meets the criteria as provided under section 149(6) read with section 149(7) of the Act, Regulation 16(1)(b) read with Regulation 25(8) of the SEBI Listing Regulations. Mr. Anoop Kumar mittal has also given a declaration that he is not disqualified under section 164 of the Act nor debarred from holding the office of a director by virtue of any order pass by SEBI or any other authority and has registered himself in the Independent Director's Data Bank maintained by Indian Institute of Corporate Affairs.

In the opinion of the Board, Mr. Anoop Kumar mittal is independent of the Management of the Company and is a person of integrity and possesses relevant expertise and experience and fulfils the conditions for appointment as an Independent Director as specified in the Act and the SEBI Listing Regulations and any modification(s) / amendment(s) thereto.

The terms and conditions of his appointment as an Independent Director shall be open for inspection by the Members.

Keeping in view his experience and expertise, the Special Resolution at Item No. 7 of the accompanying Notice for his appointment as an Independent Director of the Company is in the interest of the Company and is recommended by the Board for approval by the Members. The Board is satisfied that the appointment of Mr. Anoop Kumar mittal is justified on account of his educational background and rich professional experience in the areas of Finance, Banking, Risk Management and Compliance.

None of the other Directors or KMPs or their relatives is concerned or interested in the Resolution set out at Item No. 7 of the accompanying Notice.

The Company has received a declaration from Mr. Anoop Kumar mittal stating that he meets the criteria as provided under section 149(6) read with section 149(7) of the Act, Regulation 16(1)(b) read with Regulation 25(8) of the SEBI Listing Regulations. Mr. Anoop Kumar mittal has also given a declaration that he is not disqualified under section 164 of the Act nor debarred from holding the office of a director by virtue of any order pass by SEBI or any other authority and has registered himself in the Independent Director's Data Bank maintained by Indian Institute of Corporate Affairs.

In the opinion of the Board, Mr. Anoop Kumar mittal is independent of the Management of the Company and is a person of integrity and possesses relevant expertise and experience and fulfils the conditions for appointment as an Independent Director as specified in the Act and the SEBI Listing Regulations and any modification(s) / amendment(s) thereto.

The terms and conditions of his appointment as an Independent Director shall be open for inspection by the Members.

Keeping in view his experience and expertise, the Special Resolution at Item No. 6 of the accompanying Notice for his appointment as an Independent Director of the Company is in the interest of the Company and is recommended by the Board for approval by the Members. The Board is satisfied that the appointment of Mr. Anoop Kumar mittal is justified on account of his educational background and rich professional experience in the areas of Finance, Banking, Risk Management and Compliance.

None of the other Directors or KMPs or their relatives is concerned or interested in the Resolution set out at Item No. 8 of the accompanying Notice.

## NOTICE OF AGM (Contd.)



**Brief profile of  
Mr. Anoop Kumar Mittal**

Dr. Anoop Kumar Mittal is a senior veteran of the construction industry, ranked among the top three civil engineers in India, with nearly 40 years of extensive experience in civil engineering, consultancy, real estate development, mergers and acquisitions, and project management. He notably led NBCC (India) Ltd.—the premier engineering arm of the Ministry of Housing and Urban Affairs (MoHUA), Government of India—as Chairman-cum-Managing Director (CMD) from 2013 to March 2019. Dr. Mittal is also the Founding and Managing Director of Urban Garden LLP and AIDA Management Consultants. In an advisory capacity, he serves on the Board of Governors of the Indian Institute of Technology, Goa, and is associated with leading organisations such as GMR Airports Infrastructure Limited, GREENKO Energies Private Limited, Industrial Investment Trust Limited, and Nimbus Projects Limited. Additionally, he is a nominated member of the General Council of NAREDCO (National Real Estate Development Council) by MoHUA, Government of India.

Dr. Anoop Kumar Mittal has demonstrated exceptional leadership in policy formation and implementation at both the corporate and national levels, with deep expertise in operations management, mergers, acquisitions and integrations, P&L management, budget planning, and forging strategic partnerships. During his tenure as Chairman and Managing Director of NBCC (India) Ltd. from 2013 to 2019, he played a pivotal role in elevating the company to Navratna status and led several ground breaking initiatives. He championed transformative redevelopment models for government assets on a profit-sharing basis and played a key role in significant policy decisions that influenced both the organisation and the broader public sector. Dr. Mittal successfully led the acquisition of central public sector undertakings such as HSCL and HSCC (India) Ltd., and was instrumental in driving the landmark Amrapali Projects resolution in coordination with MoHUA and the Supreme Court. He also initiated and submitted the insolvency

bid for JP Infrastructure Ltd. projects. A strong advocate of modern, cost-effective technologies, he consistently delivered substantial profitability while setting benchmarks in innovation and efficiency across the infrastructure sector. As an accomplished civil engineer, he has overseen the execution of numerous large-scale infrastructure projects nationwide, showcasing both technical expertise and strategic stakeholder engagement.

#### ITEM NO.9 & 10 INCREASE IN BORROWING LIMITS OF THE COMPANY

In accordance with the provisions of Section 180(1) (a) and 180(1) (c) of the Companies Act, 2013, the following powers can be exercised by the Board of Directors with the consent of the Members by a Special Resolution:

- ▶ To pledge, mortgage, hypothecate and/or charge all or any part of the moveable or immovable properties of the Company and the whole or part of the undertaking of the Company;
- ▶ To borrow money, where the money to be borrowed, together with the money already borrowed by the Company will exceed the aggregate of the Company's paid-up share capital and free reserves and securities premium, apart from temporary loans obtained from the company's bankers in the ordinary course of business, except.

The members earlier had their consent to the Board of Directors for borrowing upto an amount of Rs. 750 Crores (Rupees Seven Hundred and fifty Crores). Now the company required additional working Capital for further expand the business activities of the Company and for meeting the expenses for capital expenditure, the Company may be further required to borrow money, either secured or unsecured, from the banks/ financial institutions/other body corporate, from time to time, and to pledge, mortgage, hypothecate and/or charge any or all of the movable and immovable properties of the Company and/or whole or part of the undertaking of the Company. The Approval of Members is, therefore, being sought by way of a Special Resolution, pursuant to Section 180(1)(C) of the Companies Act, 2013 to increase the limits for borrowings from Rs. 700 Crores to Rs. 1500 Crores. The said borrowings may be secured by way of pledge, charge, Mortgage, Hypothecation of the movable or immovable properties, assignment or otherwise on the Company's asset in favour of financial Institutions, Investment institutions and their subsidiaries banks other bodies corporate etc for creation of such pledge, charge, Mortgage, Hypothecation of the movable or immovable properties, assignment or otherwise on the Company's Assets it is necessary for a Company to pass a Special Resolution under Section 180(1)(a) of the



## NOTICE OF AGM (Contd.)

Companies, Act,2013, consenting to the creation of the said pledge, charge, Mortgage, Hypothecation of the movable or immovable properties, assignment or otherwise on the Company's Assets for amount not exceeding Rs. 1500 Crores

The Board of Directors in their meeting held on 07th August 2025 recommended the Special Resolutions as mentioned at Item Nos. 09 and 10 of the accompanying Notice for approval of the Members of the Company

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the said resolutions.

By the Order of the Board  
**FOR INTERARCH BUILDING SOLUTIONS LIMITED**

Sd/-

**Arvind Nanda**

Managing Director  
DIN No. 00149426

Sd/-

**Gautam Suri**

Whole Time Director  
DIN: 00149374

Date : August 07, 2025  
Place : Noida

# ANNEXURE-I

Details of Directors seeking appointment/ re-appointment at the AGM (Pursuant to Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India)

Name of the Director	MR. ISHAAN SURI	MR. ARVIND NANDA	MR. ADITYA VIJ	MR. ANOOP KUMAR MITTAL
DIN	02714298	00149426	03200194	05177010
Nationality	Indian	Indian	Indian	Indian
Date of Birth and Age	August 04, 1981	October 16, 1954	October 24, 1958	January 05, 1960
Date of first appointment on Board	September 26, 2011	Since November 30, 1983	August 07, 2025	August 07, 2025
Brief Resume, Experience and Nature of Expertise in specific functional areas	Mr. Ishaan Suri holds a bachelor's degree in science from the London School of Economics and Political Science, University of London, London, United Kingdom. He has experience in the pre-engineered steel building industry with our Company.	Mr. Arvind Nanda associated with our Company since its incorporation. He is responsible for overall business decision-making and financial oversight of operational management in our Company. He holds a bachelor's degree in commerce (honours) from the University of Delhi, New Delhi, India. He has been admitted as an associate of the Institute of Chartered Accountants in England and Wales and is entitled to practise as a Chartered Accountant by the ICAI. He has nearly 30 years of experience in the pre-engineered steel buildings industry with our Company.	Mr. Aditya Vij completed his Masters of Business Administration (MBA) from the International Institute for Management Development (IMD) in Lausanne, Switzerland, and is a Fellow Chartered Accountant of the Institute of Chartered Accountants of India. He is also an alumnus of Shri Ram College of Commerce, Delhi University. With over four decades of rich management experience in senior leadership positions in India and Europe, Aditya has a proven track record of successfully launching new businesses, managing business turnarounds and running established businesses successfully.	Dr. Anoop Kumar Mittal is a senior veteran of the construction industry, ranked among the top three civil engineers in India, with nearly 40 years of extensive experience in civil engineering, consultancy, real estate development, mergers and acquisitions, and project management. He notably led NBCC (India) Ltd.—the premier engineering arm of the Ministry of Housing and Urban Affairs (MoHUA), Government of India—as Chairman-cum-Managing Director (CMD) from 2013 to March 2019. Dr. Mittal is also the Founding and Managing Director of Urban Garden LLP and AIDA Management Consultants. In an advisory capacity, he serves on the Board of Governors of the Indian Institute of Technology, Goa, and is associated with leading organizations such as GMR Airports Infrastructure Limited, GREENKO Energies Private Limited, Industrial Investment Trust Limited, and Nimbus Projects Limited. Additionally, he is a nominated member of the General Council of NAREDCO (National Real Estate Development Council) by MoHUA, Government of India.

## ANNEXURE-I (Contd.)

<p>His contributions extend to various sectors including Real Estate Development, Project Management Consultancy, and he has also been recognised for his eminence in Construction Engineering &amp; Management.</p>	<p>He had a distinguished innings of 18 years with General Motors Europe, across five countries in Europe and Asia. Some of the key positions he held with GM include Regional Executive Director - Nordic, Benelux &amp; Switzerland, Chairman &amp; Managing Director - GM India and General Director - Opel Southeast Europe. Among his significant achievements at GM was the revival of the Saab brand in Sweden, the turnaround and subsequent expansion of GM's business in India, establishing an Engineering and R&amp;D Centre for Global competitiveness in Bangalore, India and creating a strong GM footprint in Central Europe.</p>	<p>Bachelor's degree in commerce (honours) from the University of Delhi, associate of the Institute of Chartered Accountants in England and Wales</p>	<p>Bachelor's degree from the London School of Economics and Political Science, University of London, London, United Kingdom</p>	<p>Qualification</p>
<p>Doctor of Philosophy (Honoris Causa) conferred by the Chancellor of Singhania University, and a Bachelor's degree in Civil Engineering from Thapar Institute of Engineering &amp; Technology, Punjab University</p>	<p>Masters of Business Administration (MBA) from the International Institute for Management Development (IMD) in Lausanne, Switzerland, and is a Fellow Chartered Accountant of the Institute of Chartered Accountants of India</p>	<p>9</p>	<p>6</p>	<p>Number of meetings of the Board attended during the year</p>
<p>NA</p>	<p>NA</p>	<p>NA</p>	<p>NA</p>	<p>NA</p>

ANNEXURE-I (Contd.)

<p>Directorships held in other Companies</p>	<p>1. SIGNU HOMES PRIVATE LIMITED 2. IGS HOLDINGS PVT LTD</p>	<p>1. TAIPAN ASSOCIATES PVT LTD 2. ARIES DEVELOPERS PRIVATE LIMITED</p>	<p>JAM HOLDINGS PRIVATE LIMITED</p> <p>1. SIKKIM URJA LIMITED 2. BPTP LIMITED 3. HOLISTIC SENIOR CARE PRIVATE LIMITED 4. SOUTH WEST PORT LIMITED 5. HIPPOSTORES TECHNOLOGY PRIVATE LIMITED 6. JSW JAIGARH PORT LIMITED 7. BHARAT ALUMINIUM CO LTD 8. JSW INFRASTRUCTURE LIMITED 9. EMBASSY OFFICE PARKS MANAGEMENT SERVICES PRIVATE LIMITED 10. WELSPUN ENTERPRISES LIMITED 11. BERGER PAINTS INDIA LIMITED</p>
<p>Terms and conditions of appointment or re-appointment</p>	<p>Re-appointment as a Director, Retire by rotation</p>	<p>Re-appointment as Managing Director</p>	<p>Appointment as an Independent Director</p>
<p>Names of listed entities in which the person also holds the directorship and the membership of Committees of the board along with listed entities from which the person has resigned in the past three years</p>	<p>NA</p>	<p>NA</p>	<p>1. JSW INFRASTRUCTURE LIMITED 2. WELSPUN ENTERPRISES LIMITED 3. BERGER PAINTS INDIA LIMITED</p>

## ANNEXURE-I (Contd.)

Memberships / Chairmanships of other Committees of Boards along with listed companies from which the person has resigned in the past three years.	NA	NA	NA	<ol style="list-style-type: none"> <li>1. South West Port Limited- Chairman of NRC Committee</li> <li>2. Berger Paints (India) Limited- Member of NRC Committee</li> <li>3. Welspun Enterprises Limited - Member of Audit Committee, NRC, Risk Management, Committee</li> <li>4. Embassy Office Parks Management Services Private Limited- Member of Audit Committee, Risk Management Committee,</li> <li>5. Sikkim Urja Limited - Member of Audit Committee, NRC Committee</li> </ol>
Number of shares held in the Company as on March 31, 2025	NIL	5,009,046 Equity Shares	NIL	NIL
Details of remuneration sought to be paid and remuneration last drawn by such person	Details mentioned in the Explanatory Statement to the Notice & Corporate Governance Report	Details mentioned in the Explanatory Statement to the Notice & Corporate Governance Report	Details mentioned in the Explanatory Statement to the Notice & Corporate Governance Report	Details mentioned in the Explanatory Statement to the Notice & Corporate Governance Report
Relationships between Directors inter-se and other Manager, Key Managerial Personnel of the company	Son of Mr. Gautam Suri, Whole Time Director of the Company.	Father of Mr. Viraj Nanda, Director of the Company	NA	NA
Occupation	Business	Business	Business	Business