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Aryan Share & Stock Brokers Ltd.,

Member - National Stock Exchange of India Ltd.,
Depository Participant - Central Depository Securities Ltd.

Date: 28th August, 2020

CIN : L65993TN1995PLC031800

Regd. Off : "Shreeji Metropolis"
No.7, 7th Cross Street, 2nd Floor,
Shenoy Nagar, Chennai - 600030.
Phone : 044-30253026

The Manager,
BSE Limited,
Phiroze Jeejeebhoy Towers
'A' wing,
Dalal Street, Fort,
Mumbai - 400021

Subject: Submission of Notice of 25th AGM held on 26th September, 2020

Reference: Scrip Code - 542176; ISIN - INE016X01010; Symbol: ARYAN

Dear Sir/Madam,

We are pleased to submit a copy of the Notice of 25th Annual General Meeting of the company to be held on Saturday the 26th September, 2020 at 10:00 A.M. through Video Conferencing or Other Audio Video Means (OAVM) for which purpose the registered office of the company at Old No. 3, New No. 7, 7th Cross Street Shenoy Nagar Chennai TN 600030 shall be deemed as the Venue for the Meeting and Proceeding of the AGM shall be deemed to be made thereat.

You are requested to please take on record the above said document for your reference and further needful.

Thanking you,

Yours faithfully

For Aryan Share & Stock Brokers Limited

Paresh Navin Shah
Whole-time Director



Encl: Notice of 25th AGM.



ARYAN SHARE & STOCK BROKERS LTD.

“SHREEJI METROPOLIS”

No.7, 7th Cross Street, Second Floor, Shenoy Nagar, Chennai – 600 030.

Phone : 044-26223360

CIN: L65993TN1995PLC031800

Email id: aryan@assbl.com

TWENTY FIFTH ANNUAL REPORT

2019-2020



Company Information

Board of Directors & Key Managerial Personnel

Mr. ShanmukhNavin Shah	Managing Director
Mr. PareshNavin Shah	Whole-time Director
Mr. ManojNavin Shah	Whole-time Director
Mr. Rajesh Ramanathan	Non-executive Independent Director
Mr. NirmalchandPremraj	Non-executive Independent Director
Mrs. Uma Rajesh	Non-Executive Women Director
Ms. ShrutiAgrawal	Company Secretary Appointed w.e.f.13 th January,2020)
Mrs. LaxmiKabra	Company Secretary (Till 09 th August,2019)
Mr. Ranganathan Giridharan	Chief Financial Officer

Statutory Auditor

R Balaji & Company
Chartered Accountant
Address: Flat No. A1 ThiruvalluvarKudil,
New No. 2, Brindavan Street West Mambalam, 600033

Bankers

Axis Bank Ltd. Anna Salai Branch
Chennai 600002

Share Transfer Agent

GNSA InfotechPrivate Limited
115, Nelson Manickam Rd,
Collectorate Colony,
Aminjikarai, Chennai 600029

Secretarial Auditor

VishakhaAgrawal & Associates
Practising Company Secretaries
3 rd floor,75A, Scheme No.91,
MalwaMill,Indore 452001

Registered Office

Old No.3, New no.7, 7th Cross Street,
ShenoyNagar, Chennai 600030

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Annual General Meeting

Day & Date	Saturday, 26 th September, 2020
Time	10:00 a.m.
Venue	Through Video Conferencing or Other Audio Video Means (OAVM)



NOTICE OF 25th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 25th Annual General Meeting (AGM) of the Members of Aryan Share & Stock Brokers Limited will be held on Saturday the 26th September, 2020 at 10:00 AM through Video Conferencing or Other Audio Video Means (OAVM) for which purposes the registered office of the company situated at Old No. 3, New No. 7, 7th Cross Street Shenoy Nagar Chennai TN 600030 shall be deemed as the venue for the Meeting and the proceedings of the Annual General Meeting shall be deemed to be made there at, to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended on 31st March, 2020, Statement of profit and loss for the year ended on that date, the Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors' and Auditors' thereon.
2. To appoint a director Mr. Manoj N Shah (DIN:00554893), who is director of the company, liable to retire by rotation under Article 99 of the Articles of Association of the Company and being eligible, offers himself for re-appointment as the Director of the Company.

To consider adoption of the following resolution, with or without modification, as an ordinary resolution:

"RESOLVED THAT pursuant to the provision of section 152 of Companies Act, 2013 and rules made there under (including any amendment/modification thereof), **Mr. Manoj N. Shah**, who retires by rotation at this Annual General Meeting and being eligible for re-appointment, be and is hereby re-appointed as Director of company, whose period of office will be liable to retire by rotation."

SPECIAL BUSINESS:

3. RE-APPOINTMENT OF SHANMUKH NAVIN SHAH (DIN:00554879) AS A MANAGING DIRECTOR 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 the provision of Section 196, 197, 198, and 203 and other applicable provisions if any, of the Companies Act 2013 ("the Act") as amended or re-enacted from time to time, read with Schedule V to the Act, and on recommendation by Nomination and Remuneration Committee of directors and resolution passed in the meeting of Board of Directors of the Company duly held on 10th August, 2020, approval of the members of the Company be and hereby accorded to the re-appointment of Mr. Shanmukh Navin Shah (DIN 00554879) as the Managing Director of the company for a period of three years with effect from 01st October 2020 and payment of remuneration in accordance with the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this Annual General Meeting with the authority to the Board of Directors and Mr. Shanmukh Navin Shah."

RESOLVED FURTHER THAT the Board of Directors/Company Secretary be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

4. RE-APPOINTMENT OF MANOJ NAVIN SHAH (DIN:00554893) AS A WHOLE-TIME DIRECTOR 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 the provision of Section 196, 197, 198, and 203 and other applicable provisions if any, of the Companies Act 2013 ("the Act") as amended or re-enacted from time to time, read with Schedule V to the Act, and on recommendation by Nomination and Remuneration Committee of directors and resolution passed in the meeting of Board of Directors of the Company duly held on 10th August, 2020, approval of the members of the Company be and hereby accorded to the re-appointment of Mr. Manoj Navin Shah (DIN 00554893) as the Whole-time Director of the company for a period of three years with effect from 01st October 2020 and payment of remuneration in accordance with the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this Annual General Meeting with the authority to the Board of Directors and Mr. Manoj Navin Shah."

RESOLVED FURTHER THAT the Board of Directors/Company Secretary be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

5. RE-APPOINTMENT OF PARESH NAVIN SHAH (DIN:00554914) AS A WHOLE-TIME DIRECTOR 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 the provision of Section 196, 197, 198, and 203 and other applicable provisions if any, of the Companies Act 2013 ("the Act") as amended or re-enacted from time to time, read with Schedule V to the Act, and on recommendation by Nomination and Remuneration Committee of directors and resolution passed in the meeting of Board of Directors of the Company duly held on 10th August, 2020, approval of the members of the Company be and hereby accorded to the re-appointment of Mr. Paresh Navin Shah (DIN 00554914) as the Whole-time Director of the company for a period of three years with effect from 01st October 2020 and payment of remuneration in accordance with the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this Annual General Meeting with the authority to the Board of Directors and Mr. Paresh Navin Shah."

RESOLVED FURTHER THAT the Board of Directors/Company Secretary be and are hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

6. TRANSFER OF SHARE BROKING BUSINESS 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 subject to the approval of the SEBI, Members of the company be and is hereby approves the transfer of share broking business, Depository Participant activities from ARYAN SHARE AND STOCK BROKERS LIMITED (ASSBL) CIN: L65993TN1995PLC031800 bearing SEBI REGISTRATION No: INZ000274837 to TRADEJINI FINANCIAL SERVICES PRIVATE LIMITED (TFSPL) CIN: U67110KA2012PTC064832 with SEBITN REGISTRATION No. INZ000169038, a stock broker having membership with NSE, BSE, MSEI & a Depository Participant with the CDSL as per the draft MOU placed before the meeting".

"Resolved further that subject to the approval from BSE LTD, SEBI LTD & the as per the terms and conditions agreed in the MOU, the Membership with the BOMBAY STOCK EXCHANGE LIMITED in equity , Equity Derivative & Currency Derivative segments be transferred to TRADEJINI FINANCIAL SERVICES PRIVATE LIMITED .

"RESOLVED FURTHER THAT Shanmukh N Shah Managing Director and Manoj .N. Shah Whole-time Director of the Company be and is hereby authorised severally to do all such deeds, matters and things and to decide all matters as it may in its absolute discretion deem necessary, or desirable for such purpose and to settle any question, difficulties or doubts that may arise with regard to any such issue or matter or otherwise reconsider the matter with the changed circumstances as it may arise in its absolute discretion deem fit without being required to seek any further consent / approval of the Board of Directors or otherwise to the end and intend that the Board of Directors shall be deemed to have their approval thereto expressly by the authority of these resolutions.

(By Order of the Board)

For Aryan Share & Stock Brokers Limited

Date: 10.08.2020

Place: Chennai

NOTES:

a) In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020 issued by the Ministry of Corporate Affairs (MCA) followed by Circular No. 20/2020 dated 5th May, 2020, physical attendance of the Members to the AGM venue is not required and Annual General Meeting (AGM) be held through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM only and no physical presence at the meeting is required.

Shanmukh Navin Shah

DIN: 00554879

(Managing Director)



- b) Pursuant to the Circular No. 14/2020 dated 8th April, 2020, issued by the MCA, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
- c) The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. However, this number does not include the large Shareholders holding 2% or more share capital, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, Secretarial Auditors, Scrutinizers, etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- d) The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.
- e) Pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the MCA dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 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 made an arrangement with BlueJeans.com for facilitating voting through electronic means, for providing necessary platform for Video Conference/ OAVM and necessary technical support as may be required. Therefore, the facility of casting votes by a member using remote e-voting system will be provided by CDSL.
- f) The Notice calling the AGM along with complete Annual Report has been uploaded on the website of the Company. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Ltd. at www.bseindia.com.
- g) This AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated 8th April, 2020 and MCA Circular No. 17/2020 dated 13th April, 2020 and MCA Circular No. 20/2020 dated 5th May, 2020.
- h) The recorded transcript of the forthcoming AGM shall also be made available on the website of the Company – www.assbl.com as soon as possible after the Meeting is over.
- i) In compliance with the aforesaid MCA Circulars dated 5th May, 2020 and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2019- 20 will also be available on the Company's website - www.assbl.com, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com, and on the website of CDSL www.evotingindia.com. However, if any specific request received from the members for demanding of the physical copy of the Annual Report will be provided by the company but subject to time taken by the courier and Postal Department looking to the Covid-19.
- j) Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again.
- k) The Explanatory Statement pursuant to section 102 (1) of the Companies Act, 2013 with respect to the Special Businesses set out in the notice is annexed hereto and forms part of this notice.
- l) Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 19th September, 2020 to Saturday, 26th September, 2020 (both days inclusive) for the Annual General Meeting and ascertainment for entitlement of payment of dividend to the members whose names appear in the Register of members and the records of the beneficiaries of the CDSL and NSDL on the date of the Annual General Meeting. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date Friday 18th September, 2020.
- m) CS VishakhaAgrawal Proprietor of VishakhaAgrawal & Associates, (CP No. 15088, Membership No. 39298) email id: csvishakhagrwal@gmail.com Indore has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting at the AGM and remote e-voting process in a fair and transparent manner.
- n) Members desirous of obtaining any information concerning Accounts and Operations of the Company are requested to address their questions in writing to the Company at least 7 days before the date of the Meeting at its email ID info@assbl.com so that the information required may be made available at the Meeting.
- o) The Members are requested to:
- Intimate changes, if any, in their registered addresses immediately.
 - Quote their ledger folio number in all their correspondence.
 - Send their Email address to us for prompt communication and update the same with their D.P to receive softcopy of the Annual Report of the Company
- p) Members are requested to notify immediately changes, if any, in their registered addresses to the Company's Registrar and Share Transfer Agents M/s **GNSA Infotech Pvt. Limited**, Registered Office: 115, Nelson Manickam Rd, Collectorate Colony, Aminjikarai, Chennai, Tamil Nadu 600029 India Contact No.:- +91- 44-42962000 Members are also requested to furnish their Bank details to the company's Share Transfer Agents immediately for printing the same on the dividend warrants/Cheques to prevent fraudulent encashment of the instruments.
- q) The report on the Corporate Governance and Management Discussion and Analysis also form part to the report of the Board Report.
- r) The Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the directors are interested, maintained under the Companies Act, 2013 will be available for inspection by the Members electronically during the 25th AGM. Members seeking to inspect such documents can send an email to info@assbl.com.
- s) As per SEBI Circular dated 20th April, 2018 such shareholders holding shares of the company in the physical form are required to provide details of the Income Tax Permanent Account No. and Bank Account Details to the Share Transfer Agent of the Company, **GNSA Infotech Pvt. Limited**, Registered Office: 115, Nelson Manickam Rd, Collectorate Colony, Aminjikarai, Chennai, Tamil Nadu 600029 India Contact No.:- +91- 44-42962000 having email Id ravi.k@gnsaindia.com, bala.r@gnsaindia.com.
- Instructions for remote e-voting / e-voting are as under:**
- Members are requested to carefully read the below mentioned instructions for remote e-voting before casting their vote.
- A. In case of members receiving e-mail:
- (i) The voting period begins on 23rd September, 2020 (Wednesday) and ends on 25th September, 2020 (Friday). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - (ii) The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again
 - (iii) Log on to the e-voting website www.evotingindia.com.
 - (iv) Click on "Shareholders" tab to cast your votes.
 - (v) Now, select the Electronic Voting Sequence Number - "EVSN" along with "Aryan Share & Stock Brokers Limited" from the drop down menu and click on "SUBMIT"



(vi) If you are holding shares in Demat form and have already voted earlier on www.evotingindia.com for a voting of any Company, then your existing login id and password are to be used. If you are a first time user follow the steps given below.

(vii) Now, fill up the following details in the appropriate boxes:

	For Members holding shares in Demat Form	For Members holding shares in Physical Form
USER ID	For NSDL: 8 Character DP ID followed by 8 Digits Client ID For CDSL: 16 digits beneficiary ID	Folio Number registered with the Company
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department when prompted by the system while e-voting (applicable for both demat shareholders as well as physical shareholders)	
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in DD/MM/YYYY format.	

- Members who have not updated their PAN with the Company/Depository Participant are requested to use the default number :< ABCDE1234F> in the PAN Field.

(viii) After entering these details appropriately, click on "SUBMIT" tab.

Members holding shares in physical form will then reach directly the EVSN selection screen. However, members 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 remote e-voting / 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.

(ix) For member's holdings shares in physical form, the details can be used only for remote e-voting / e-voting on the resolutions contained in this Notice.

(x) Click on the relevant EVSN on which you choose to vote.

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 Resolutions.

(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 out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xv) Demat account holder has forgotten the changed password then Enter the User ID and Captcha Code click on Forgot Password & enter the details as prompted by the system.

(xvi) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves, link their account which they wish to vote on and then cast their vote. They should upload a scanned copy of the Board Resolution and POA in favour of the Custodian who they have authorised to vote on their behalf, in PDF format in the system for the scrutinizer to verify the vote.

B. Process for those shareholders whose email addresses are not registered with the Depositories for obtaining Login Credentials for E-Voting for the Resolutions proposed in this notice

(i) For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to info@assbl.com / ravi.k@gnsaindia.com.

(ii) For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) info@assbl.com / ravi.k@gnsaindia.com.

(iii) In case you have any queries or issues regarding remote e-voting / e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

(iv) Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com. However, if you are already registered with CDSL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset your password by using "Forgot User Details / Password" option available on www.evoting.cdsl.com.

(v) The company/RTA shall co-ordinate with CDSL and provide the login credentials to the abovementioned shareholders.

C) Instructions for shareholders attending the AGM through VC/OAVM are as under:

i) Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the Bluejeans.com e-Voting system. Shareholders may access the link which we share him through email and one notice of link will share to BSE and Company website also shareholders/members will just open the link enter name of him/her and join the meeting. The Process is download Bluejeans application (<https://bluejeans.com>) in Laptops / mobile/IPads then selects on join meeting and put this ID and Passcode. **Meeting ID 6263411636 and Passcode: 2096**

ii) Shareholders are encouraged to join the Meeting through Mobiles / IPads for better experience.

iii) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

iv) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

v) 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 info@assbl.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 info@assbl.com (company email id). These queries will be replied to by the company suitably by email.

vi) . Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

vii) All grievances connected with attending the AGM through VC/OAVM maybe addressed to the registered office of the company or through email on info@assbl.com (company email id).

D) Instructions for shareholders for E-Voting during the AGM are as under:-

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

ii) Only those 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.

iii) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.



iv) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

v) 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 info@assbl.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 info@assbl.com (company email id). These queries will be replied to by the company suitably by email.

vi) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

E) Note for Non – Individual Shareholders and Custodians

i) Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.

ii) A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

iii) 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.

iv) The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

v) 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 scrutinizer to verify the same.

vi) Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@assbl.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or call 1800225533.

All grievances connected with the facility for voting by electronic means may be addressed to Mr.RakeshDalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call 1800225533.

t) Members can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

u) Any person, who acquires shares of the Company and become member of the Company after mailing of the notice and holding shares as on the cut-off date i.e. 18th September, 2020 (Friday), may obtain the login ID and password by sending a request at ravi.k@gnsaindia.com.

v) 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 i.e. 18th September, 2020 (Friday) only shall be entitled to avail the facility of remote e-voting as well as e- voting at the AGM.

w) The Chairman shall, at the AGM at the end of discussion on the resolutions on which voting is to be held, allow e-voting to all those members who are present/logged in at the AGM but have not cast their votes by availing the remote e-voting facility.

x) The Results of the voting on the resolutions along with the report of the Scrutinizer shall be declared and placed on the website of the Company – www.assbl.com and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Ltd.

y) For any other queries relating to the shares of the Company, you may contact the Share Transfer Agents at the following address:

GNSA Infotech(P) Ltd

Nelson Chambers Block F, 5th Floor
115, Nelson Manickam Road Aminthakarai, Chennai 600029

EmailId:ravi@gnsaindia.com

Contact no: 044 4296-2000

z) As the 25th AGM is being held through VC, the route map is not annexed to this Notice.

Details of Directors seeking appointment/re-appointment at the Annual General Meeting (In pursuance of Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015:

1.	Name of Director	Mr. ManojNavin Shah	Mr. PareshNavin Shah	Mr. ShanmukhNavin Shah
2.	DIN	00554893	00554914	00554879
3.	Date of Birth	06.03.1967	23.09.1968	28.12.1970
4.	Date of Appointment	12.06.1995	12.06.1995	12.06.1995
5.	Qualification	Chemical Engineering	B.com	BSc
6.	Expertise in specific area	StockBroking.	Marketing	Finance and stock broking activities.
8.	Other Directorship held excluding private companies as on 31st March, 2020.	Aryan Securities & Holding Limited	Aryan Securities & Holding Limited	Aryan Securities & Holding Limited
9.	Chairman/Member of the Committee of Board of the Directors of the Company	Chairman-NIL Membership-NIL	Chairman-NIL Membership-Audit Committee	Chairman-NIL Membership- NIL

(By Order of the Board)

For Aryan Share & Stock Brokers Limited

Date: 10.08.2020

Place: Chennai

Shanmukh Navin Shah

DIN: 00554879

(Managing Director)

STATEMENT OF MATERIAL FACTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

As required by Section 102 of the Companies Act, 2013 (“Act”), the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 3 to 6 of the accompanying Notice:

ITEM No. 3

Upon the recommendation of Nomination and Remuneration Committee, the Board of Directors re-appointed of Mr.ShanmukhNavin Shah as a Managing Director for a period of three years commencing from October 1st 2020 subject to the approval of the shareholders at the ensuing Annual General Meeting. The main terms and conditions of his re-appointment are furnished below:

1. Term of appointment: - 3 (Three) years with effect from August 10, 2020
2. Salary: Basic Salary is Rs. 9,96,000 (Rupees Nine Lacs Ninety-Six thousand only) per annum.
3. Perquisites:
 - 1) Leave travel allowance for self and family once in a year as per rules of the Company.
 - 2) Medical expenses actually incurred by him and his family subject to maximum of one-month salary.
 - 3) Club Fees.
 - 4) Provision for use of car with driver for official business- personal use of the car will be billed to him.
 - 5) Provision for telephone at residence (including payment of local calls and long distance calls, mobile phone, internet and any other communication facilities.)
 - 6) Medical & personal accident insurance.
 - 7) Travelling Expenses Reimbursement: Actual Travelling expenses incurred by him will be reimbursed.
4. The Company will make suitable contribution towards Provident Fund, Superannuation Fund etc. as per Rules of the Company.
5. Gratuity will be payable as per Rules of the Company
6. Leave as per Rules of the Company including encashment of un-availed leave at the end of the tenure.
7. The Company shall deduct and pay to the Central Government or State Government, Income-tax, professional tax and or any other statutory dues as per the law relating to the amount as actually paid.

Other Conditions:

- i. The office of the Managing Director may be terminated by either party by giving three (3) months prior notice in writing of such termination as may be mutually agreed between the Company and Mr. Shanmukh Navin Shah.
- ii. The appointee director shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors and shall act in accordance with the Articles of Association of the Company. He shall adhere to the Company's Code of Conduct for its Directors, Senior Management, Officers and Employees of the Company.
- iii. The appointee director will perform his respective duties as such with regards to all the work of the Company and he will manage and attend to such business and carry out the orders and direction given by the Board from time to time in all respects and conform to and comply with all such directions and regulations as may from time to time be given and made by the Board. He will be responsible for overall operations of the Company.

During the continuation of the tenure of Mr. Shanmukh Navin Shah, Managing Director, the remuneration shall be paid to him in accordance with the Section II of Part II of Schedule V and other applicable provisions, if any of the Companies Act, 2013 which has been approved in the annual general meeting dated 26th September, 2020.

None of the Directors, key Managerial Personnel of the Company or their respective relatives except Mr. Shanmukh Navin Shah (the appointee), Mr. Manoj Navin Shah, Whole-time director of the company and Mr. Paresh Navin Shah, Whole-time director of the company, is concerned or interested in the aforementioned resolution.

ITEM No. 4

Upon the recommendation of Nomination and Remuneration Committee, the Board of Directors re-appointed of Mr. Manoj Navin Shah as a Whole-time Director for a period of three years commencing from October 1st 2020 subject to the approval of the shareholders at the ensuing Annual General Meeting. The main terms and conditions of his re-appointment are furnished below:

1. Term of appointment: - 3 (Three) years with effect from August 10, 2020
2. Salary: Basic Salary is Rs. 9,96,000 (Rupees Nine Lacs Ninety-Six thousand only) per annum.
3. Perquisites:
 - 1) Leave travel allowance for self and family once in a year as per rules of the Company.
 - 2) Medical expenses actually incurred by him and his family subject to maximum of one-month salary.
 - 3) Club Fees.
 - 4) Provision for use of car with driver for official business- personal use of the car will be billed to him.
 - 5) Provision for telephone at residence (including payment of local calls and long distance calls, mobile phone, internet and any other communication facilities.)
 - 6) Medical & personal accident insurance.
 - 7) Travelling Expenses Reimbursement: Actual Travelling expenses incurred by him will be reimbursed.
4. The Company will make suitable contribution towards Provident Fund, Superannuation Fund etc. as per Rules of the Company.
5. Gratuity will be payable as per Rules of the Company
6. Leave as per Rules of the Company including encashment of un-availed leave at the end of the tenure.
7. The Company shall deduct and pay to the Central Government or State Government, Income-tax, professional tax and or any other statutory dues as per the law relating to the amount as actually paid.

Other Conditions:

- i. The office of the Whole-time Director may be terminated by either party by giving three (3) months prior notice in writing of such termination as may be mutually agreed between the Company and Mr. Manoj Navin Shah.
- ii. The appointee director shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors and shall act in accordance with the Articles of Association of the Company. He shall adhere to the Company's Code of Conduct for its Directors, Senior Management, Officers and Employees of the Company.
- iii. The appointee director will perform his respective duties as such with regards to all the work of the Company and he will manage and attend to such business and carry out the orders and direction given by the Board from time to time in all respects and conform to and comply with all such directions and regulations as may from time to time be given and made by the Board. He will be responsible for overall operations of the Company.

During the continuation of the tenure of Mr. Manoj Navin Shah, Whole-time Director, the remuneration shall be paid to him in accordance with the Section II of Part II of Schedule V and other applicable provisions, if any of the Companies Act, 2013 which has been approved in the annual general meeting dated 26th September, 2020.

None of the Directors, key Managerial Personnel of the Company or their respective relatives except Mr. Manoj Navin Shah (the appointee), Mr. Shanmukh Navin Shah, managing director of the company and Mr. Paresh Navin Shah, Whole-time director of the company, is concerned or interested in the aforementioned resolution.

ITEM No. 5

Upon the recommendation of Nomination and Remuneration Committee, the Board of Directors re-appointed of Mr. Paresh Navin Shah as a Whole-time Director for a period of three years commencing from October 1st 2020 subject to the approval of the shareholders at the ensuing Annual General Meeting. The main terms and conditions of his re-appointment are furnished below:

1. Term of appointment: - 3 (Three) years with effect from August 10, 2020
2. Salary: Basic Salary is Rs. 9,96,000 (Rupees Nine Lacs Ninety-Six thousand only) per annum.
3. Perquisites:



- 1) Leave travel allowance for self and family once in a year as per rules of the Company.
 - 2) Medical expenses actually incurred by him and his family subject to maximum of one-month salary.
 - 3) Club Fees.
 - 4) Provision for use of car with driver for official business- personal use of the car will be billed to him.
 - 5) Provision for telephone at residence (including payment of local calls and long distance calls, mobile phone, internet and any other communication facilities.)
 - 6) Medical & personal accident insurance.
 - 7) Travelling Expenses Reimbursement: Actual Travelling expenses incurred by him will be reimbursed.
4. The Company will make suitable contribution towards Provident Fund, Superannuation Fund etc. as per Rules of the Company.
 5. Gratuity will be payable as per Rules of the Company
 6. Leave as per Rules of the Company including encashment of un-availed leave at the end of the tenure.
 7. The Company shall deduct and pay to the Central Government or State Government, Income-tax, professional tax and or any other statutory dues as per the law relating to the amount as actually paid.

Other Conditions:

- i. The office of the Whole-time Director may be terminated by either party by giving three (3) months prior notice in writing of such termination as may be mutually agreed between the Company and Mr.PareshNavin Shah.
- ii.The appointee director shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors and shall act in accordance with the Articles of Association of the Company. He shall adhere to the Company's Code of Conduct for its Directors, Senior Management, Officers and Employees of the Company.
- iii.The appointee director will perform his respective duties as such with regards to all the work of the Company and he will manage and attend to such business and carry out the orders and direction given by the Board from time to time in all respects and conform to and comply with all such directions and regulations as may from time to time be given and made by the Board. He will be responsible for overall operations of the Company.

During the continuation of the tenure of Mr.PareshNavin Shah, Whole-time Director, the remuneration shall be paid to him in accordance with the Section II of Part II of Schedule V and other applicable provisions, if any of the Companies Act, 2013 which has been approved in the annual general meeting dated 26th September,2020.

None of the Directors, key Managerial Personnel of the Company or their respective relatives except Mr.PareshNavin Shah (the appointee), Mr.ShanmukhNavin Shah, managing director of the company and Mr. Manoj Navin Shah, Whole-time director of the company, is concerned or interested in the aforementioned resolution.

ITEM No. 6

The Board and Audit Committee of Aryan Share & Stock Brokers Ltd., (ASSBL) has decided to enter into a Memorandum of Understanding with Tradejini Financial Services Pvt Ltd (TFSP), in which the board has mutually agreed for business transfer wherein all the existing Trading and Demat accounts of ASSBL, will be transferred to TFSP with effect from such date, to be decided mutually by both the companies, subject to the approval of the shareholders at the ensuing Annual General Meeting.

"RESOLVED that subject to the approval of the EXCHANGES / SEBI ,and subject to the approval of shareholder in AGM the Board of Directors of the company be and is hereby approves the transfer of share broking business, Depository Participant activities from ARYAN SHARE AND STOCK BROKERS LIMITED (ASSBL) CIN: L65993TN1995 PLC031800 BEARING SEBI REGISTRATION No: INZ000274837 to TRADEJINI FINANCIAL SERVICES PRIVATE LIMITED (TFSP) CIN: U67110KA2012PTC064832 with SEBITN REGISTRATION No. INZ000169038, a stock broker having membership with NSE, BSE, MSEI & a Depository Participant with the CDSL as per the draft MOU placed before the meeting".

"Resolved further that subject to the approval from BSE LTD, SEBI LTD & the as per the terms and conditions agreed in the MOU, the Membership with the BOMBAY STOCK EXCHANGE LIMITED in equity , Equity Derivative & Currency Derivative segments be transferred to TRADEJINI FINANCIAL SERVICES PRIVATE LIMITED.

None of the Directors, key Managerial Personnel of the Company or their respective relatives , is concerned or interested in the aforementioned resolution

**For and on behalf of the Board of Directors
Aryan Share and Stock Brokers Limited**

**Date: 10.08.2020
Place: Chennai**

**Sd/-
Shanmukh Navin Shah
Managing Director
DIN 00554879**

**Sd/-
Manoj Navin Shah
Whole time Director
DIN 00554893**