

**August 25, 2025**

To,  
**BSE Limited ("BSE")**  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai 400 001  
BSE Scrip Code: **543712**

To  
**National Stock Exchange of India Limited ("NSE")**  
The Listing Department,  
Exchange Plaza, Bandra - Kurla Complex,  
Bandra (East), Mumbai – 400051  
NSE Symbol: **AFSL**

**Sub: Postal Ballot Notice - Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

Dear Sir/Madam,

Pursuant to Regulation 30 read with Schedule III of the Listing Regulations, please find enclosed herewith the Postal Ballot Notice along with explanatory statement ("Notice") seeking approval of the members of the Company on the following resolutions forming part of the Notice, through remote e-voting process only.

<b>Sr. No.</b>	<b>Description of Resolutions</b>	<b>Type of Resolution</b>
1.	Approval of material related party transactions entered into by the company and its subsidiaries.	Ordinary Resolution

In accordance with the provisions of the Act and circulars issued by MCA and SEBI, from time to time, the notice has been sent/issued only through email to those members, whose email addresses are registered with the Company's Registrar and Share Transfer Agent viz., Purva Shareregistry (India) Pvt Ltd with the Depositories/ their Participants and whose names appear in the Register of Members as on cut-off date, i.e., Friday, August 22, 2025.

The Company has engaged the services of National Securities Depositories Limited ("NSDL") for providing remote e-voting facility to all its members.

The e-voting facility will be available during the following period:

Commencement of e-voting:	Thursday, August 28, 2025 at 9.00 a.m. (IST)
End of e-voting:	Friday, September 26, 2025 at 5.00 p.m. (IST).

The results of the remote e-voting shall be announced on or before Tuesday, September 30, 2025 and the same will be communicated to the Stock Exchanges along with the Scrutinizer's report within the prescribed time.

**Abans Financial Services Limited**

(Formerly known as Abans Holdings Limited)

Regd. Office: 36, 37, 38A, Floor-3, Nariman Bhavan, Backbay Reclamation, Nariman Point, Mumbai-400021.

CIN: L74900MH2009PLC231660 Tel: +91 22 68170100 Fax: 022 61790010

Email ID: [compliance@abansfinserv.com](mailto:compliance@abansfinserv.com) Website: [www.abansfinserv.com](http://www.abansfinserv.com)



The notice containing e-voting instructions and other necessary details is being hosted on the website of the Company, i.e., [www.abansfinserv.com](http://www.abansfinserv.com) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Further, details as required to be disclosed as per BSE's Circular No. 20230714-34 dated July 14, 2023, and NSE's Circular No. NSE /CML/2023/57 dated July 14, 2023, are as under:

Date of occurrence of Event / Information	August 25, 2025
Time of occurrence of Event/ Information	19:17 IST

Kindly take the above information on record.

Thanking you,

**For Abans Financial Services Limited**  
**(Formerly known as Abans Holdings Limited)**

**Sheela Gupta**  
**Company Secretary & Compliance Officer**

**Encl: As above**

**Abans Financial Services Limited**  
(Formerly known as Abans Holdings Limited)

Regd. Office: 36, 37, 38A, Floor-3, Nariman Bhavan, Backbay Reclamation, Nariman Point, Mumbai-400021.

CIN: L74900MH2009PLC231660 Tel: +91 22 68170100 Fax: 022 61790010

Email ID: [compliance@abansfinserv.com](mailto:compliance@abansfinserv.com) Website: [www.abansfinserv.com](http://www.abansfinserv.com)



**ABANS FINANCIAL SERVICES LIMITED**  
**(Formerly known as Abans Holdings Limited)**

**Registered Office:** 36, 37, 38A, Floor 3, Nariman Bhavan, Backbay Reclamation, Nariman Point, Mumbai – 400 021 | **CIN:** L74900MH2009PLC231660

**Email Id:** [compliance@abansfinserv.com](mailto:compliance@abansfinserv.com) **Phone No.:** +91-022-61790000

**Website:** [www.abansfinserv.com](http://www.abansfinserv.com)

**NOTICE OF POSTAL BALLOT**

*[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, each as amended and applicable Circulars issued by the Ministry of Corporate Affairs, Government of India, and Securities and Exchange Board of India, from time to time]*

VOTING STARTS ON	VOTING ENDS ON
Thursday, August 28, 2025 at 9:00 a.m. (IST)	Friday, September 26, 2025 at 5:00 p.m. (IST)

**To the Members of the Company,**

Notice is hereby given that pursuant to the provisions of Sections 108, 110 and other applicable provisions of the Companies Act, 2013 (“the Act”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with the Companies (Management and Administration) Rules, 2014 (“Rules”), as amended from time to time, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), General Circular Nos. 14/2020 dated April, 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 General Circular No. 9/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs, Government of India (the “MCA Circulars”), the Securities and Exchange Board of India Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, as amended from time to time (“SEBI Circulars”), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India and any other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), that the resolutions appended below are proposed to be passed by the members of the Abans Financial Services Limited (Formerly known as Abans Holdings Limited) (“the Company”) (as on the Cut-off Date) (“Members”), through postal ballot (the “Postal Ballot”) only by way of remote e-voting (“e-voting”) process.

An Explanatory Statement pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions proposed in this Postal Ballot Notice and additional information as required under the SEBI Listing Regulations and circulars issued thereof forms part of this Postal Ballot notice (the “Postal Ballot Notice”/ “Notice”).

In accordance with the provisions of Sections 108 and 110 of the Act, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (Management Rules), Regulation 44 of the SEBI Listing Regulations, and other applicable provisions of the Act and the rules made thereunder, and the Articles of Association of the Company, the Company is offering facility of e-voting to all the Members to enable them to cast their votes electronically, in lieu of submitting postal ballot forms. The manner of

voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. In compliance with the MCA Circulars, the postal ballot notice and instructions for e-voting are being sent only through electronic mode to those Members whose email addresses are registered with the Company / depository participants(s) as on the cut-off date (**Friday, August 22, 2025**).

The Board of Directors at their meeting held on August 07, 2025 has appointed Mr. P. N. Parikh (FCS 327, CP No. 1228) or failing him, Ms. Sarvari Shah (F9697, CP 11717) or failing her, Mr. Mitesh Dhabliwala (FCS 8331, CP No. 9511), from Parikh & Associates, Practicing Company Secretaries as Scrutinizer for conducting the Postal Ballot, only through remote e-voting process, in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose. The Scrutinizer's decision on the validity of the votes cast in the Postal Ballot shall be final.

Those Members who have not yet registered their e-mail addresses are requested to register the same by following the procedure set out in this Postal Ballot Notice for receipt of future email communication.

The Company has engaged the services of National Securities Depository Limited, ("NSDL") as its agency for providing e-voting facility to the Members of the Company. Members are requested to read the instructions given in the Notes to this Postal Ballot Notice to cast their vote electronically. The votes can be cast during the following voting period:

Commencement of e-voting	9:00 a.m. (IST) on Thursday, August 28, 2025
End of e-voting:	5:00 p.m. (IST) on Friday, September 26, 2025

The Scrutinizer will submit his report, after the completion of scrutiny of the votes cast, to the Chairman and Managing Director of the Company and Company Secretary or any person authorized by him in writing. The results of e-voting will be announced on or before **Tuesday, September 30, 2025**, and will be displayed on the Company's website at [www.abansfinserv.com](http://www.abansfinserv.com) and the website of NSDL at <https://www.evoting.nsdl.com/>. The results will simultaneously be communicated to the Stock Exchanges and will also be displayed at the registered office of the Company.

## **SPECIAL BUSINESSES**

### **1. TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS PROPOSED TO BE ENTERED INTO BY THE COMPANY AND ITS SUBSIDIARIES**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015, as amended from time to time (“SEBI Listing Regulation”), and other applicable provisions of the Companies Act, 2013 (“Act”) read with the applicable rules issued under the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Company's Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions, pursuant to the approval of the Audit Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded to the Company along with its subsidiaries to enter into and / or continue the related party transaction(s) /contract(s) /arrangement(s) / agreement(s) (in terms of Regulation 2(1)(zc)(i) of the SEBI Listing Regulations) in terms of the explanatory

statement to this resolution and more specifically set out in Table in the explanatory statement to this resolution on the respective material terms & conditions set out therein (whether by way of an individual transaction or transactions taken together or series of transactions or tranches or otherwise) between the Company along with its subsidiaries and related parties mentioned in the Table (“**Related Party**”), provided however that the aggregate amount/ value of all such arrangements/ transactions/ contracts that may be entered into by the Company along with its subsidiaries with the Related Parties and remaining outstanding at any one point in time shall not exceed the limits mentioned in the table forming part of explanatory statement, provided that the said transactions are entered into/ carried out on arm’s length basis and in the ordinary course of business on such terms and conditions as may be considered appropriate by the Board of Directors (including any authorized Committee thereof);

**RESOLVED FURTHER THAT** the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/ regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto;

**RESOLVED FURTHER THAT** the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s), Chief Financial Officer, Company Secretary or any other Officer(s)/ Authorised Representative(s) of the Company, to do all such acts, deeds, matters and things and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s);

**RESOLVED FURTHER THAT** all actions taken by the Board or any person so authorized by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects without any further reference to the Members.”

**Registered Office:**

36, 37, 38A, 3rd Floor, 227  
Nariman Bhavan, Backbay Reclamation,  
Nariman Point, Mumbai - 400 021  
**CIN:** L74900MH2009PLC231660  
**Website:** [www.abansfinserv.com](http://www.abansfinserv.com)  
**Email:** [compliance@abansfinserv.com](mailto:compliance@abansfinserv.com)  
**Tel:** +91 - 022 – 6179 0000

**Date:** August 07, 2025

**Place:** Mumbai

**By order of the Board of Directors  
For Abans Financial Services Limited  
(Formerly known as Abans Holdings Limited)**

**Sd/-  
Mr. Abhishek Bansal  
Chairman and Managing Director  
DIN: 01445730**

Notes:

1. A statement, pursuant to the provisions of Section 102(1), 110 and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice and additional information as required under the SEBI Listing Regulations are attached.
2. In compliance with the provisions of the Act, MCA Circulars and SEBI Circulars, this Postal Ballot Notice is being sent only through electronic mode to those members whose names appear in the register of members / register of beneficial owners as on **Friday, August 22, 2025 (“Cut-Off Date”)** received from the Depositories and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Physical copies of this Postal Ballot Notice along with postal ballot forms and prepaid business reply envelopes are not being sent to members for this Postal Ballot. **The communication of the assent or dissent of the members would take place through the process of remote e-voting only.**
3. This Postal Ballot Notice will also be available on the Company’s website at [www.abansfinserv.com](http://www.abansfinserv.com), websites of the Stock Exchanges, i.e., BSE Limited (‘BSE’) and National Stock Exchange of India Limited (‘NSE’) at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of NSDL at <https://www.evoting.nsdl.com/>.
4. In accordance with the MCA Circulars, the Company has made necessary arrangements for the members to register their e-mail address. Members who have not registered their e-mail address are requested to register the same (i) with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form, and (ii) Members holding shares in physical mode, who have not registered / updated their e-mail address with the Company, are requested to register / update their e-mail address by submitting Form ISR-1 (available on the website of the Company at [www.abansfinserv.com](http://www.abansfinserv.com)) duly filled and signed along with requisite supporting documents to Company’s Registrar and Share Transfer Agent (RTA) - Purva Sharegistry (India) Pvt. Ltd at Unit no. 9, Shiv Shakti Ind. Est., J.R. Boricha Marg, Lower Parel (E), Mumbai 400 011.
5. Only a person, whose name is recorded in the register of members / register of beneficial owners, as on the Cut-Off Date, maintained by the Depositories shall be entitled to participate in the e-voting. A person who is not a member as on the Cut-Off Date, should treat this Postal Ballot Notice for information purposes only. However, it is clarified that all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/ RTA/ Depositories) shall be entitled to vote in relation to the aforementioned Resolutions in accordance with the process specified in this Notice.
6. Subject to the provisions of the Articles of Association of the Company, voting rights of a member / beneficial owner (in case of electronic shareholding) shall be in proportion to his / her / its shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date.
7. Pursuant to the provisions of Sections 108, 110 and other thereunder, the MCA Circulars, Regulation 44 of the SEBI Listing Regulations read with Section VI-C of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, as amended (“SEBI Master Circular”), and SS-2 and any amendments thereto, the Company is providing the

remote e-voting facility to the members to exercise their right to vote on the proposed resolutions electronically. The instructions for e-voting are provided as part of this Postal Ballot Notice.

8. **The e-voting period commences at 9:00 a.m. (IST) on Thursday, August 28, 2025, and ends at 5:00 p.m. (IST) on Friday, September 26, 2025.**

The e-voting shall not be allowed beyond the aforesaid date and time, and the e-voting module shall be forthwith disabled by NSDL upon expiry of the aforesaid period.

9. The resolutions, if approved, shall be deemed to have been passed on the last date of e-voting i.e., **Friday, September 26, 2025.**
10. Dispatch of the Notice and the Explanatory Statement shall be announced through an advertisement published in one Regional Newspaper, widely circulated in Mumbai (in vernacular language i.e., Marathi) and one English Newspaper circulated throughout India (in English Language) and shall be hosted on the Company's website. The said public notice shall also mention the process for registration of email IDs by those Shareholders who have not yet registered their email IDs with the Company.
11. All the documents referred to in this Postal Ballot Notice will be available for inspection electronically without any fee by the members from the date of circulation of this Postal Ballot Notice until the last date of e-voting. Members seeking to inspect such documents can send an email to [compliance@abansfinserv.com](mailto:compliance@abansfinserv.com) mentioning his / her / its folio number / DP ID and Client ID.
12. A member cannot exercise his/ her vote through proxy on postal ballot. Institutional/ Corporate Members (i.e. other than individuals, HUF, NRI etc.) intending to authorize their representatives for the purpose of voting are required to send a certified copy of the Board Resolution/ Authorisation etc. authorizing their representatives to vote on their behalf to the Scrutinizer by email at [cs@parikhassociates.com](mailto:cs@parikhassociates.com) with a copy marked to [compliance@abansfinserv.com](mailto:compliance@abansfinserv.com).
13. All the documents referred to in this Postal Ballot Notice will be available for inspection electronically until the last date of e-voting. Members seeking to inspect such documents can send an email request to [compliance@abansfinserv.com](mailto:compliance@abansfinserv.com) mentioning his / her / its folio number / DP ID and Client ID.

## **EXPLANATORY STATEMENT**

(PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013)

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

**Item No. 1:** To approve material related party transactions proposed to be entered into by the company and its subsidiaries:

Pursuant to Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), all Related Party Transactions shall require prior approval of the Audit Committee of the Company. Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 01, 2022, all ‘Material Related Party Transaction’ and subsequent material modifications as defined by the Audit Committee in this regard, with an aggregate value exceeding Rs. 1,000 crore or 10% of annual consolidated turnover of the Company as per the last audited financial statements of the Company, whichever is lower, shall require prior approval of the Members of the Company. The said limits are applicable, even if the transactions are in the ordinary course of business of the company concerned and at an arm’s length basis.

The definition of ‘Related Party Transactions’ under Regulation 2(1) (zc) of the SEBI LODR Regulations also includes those between the subsidiary of a listed entity on the one hand and related party on the other hand.

Members’ approval is required for the following Material Related Party Transactions to be entered into by the Company and its subsidiaries. The details as per SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, in relation to related party transactions are stated below :-

**Table 1:**

<i><b>Sr no</b></i>	<i><b>AFSL and its subsidiaries</b></i>	<i><b>Counter Party name</b></i>	<i><b>Relationship with listed entity or it's Subsidiaries</b></i>	<i><b>Nature of transaction</b></i>	<i><b>Rs.in lakhs</b></i>	<i><b>% of Annual Consolidated T/O of the Company</b></i>	<i><b>% of Annual Standalone T/O</b></i>
1.	Abans Global Ltd	Abans Middle East DMCC	Step down subsidiary	Sale of goods	20,00,000.00	609.37%	58332.16%
2.	Abans Middle East DMCC	Abans Global Ltd	Step down subsidiary	Sale of goods	20,00,000.00	609.37%	58332.16%
3.	Abans Broking Services Pvt Ltd (Transferee)	Abans Capital Pvt Ltd, Abans Commodities (I) Pvt Ltd, Abans Securities Pvt Ltd, and Clamant Broking Services Pvt Ltd (Transferor Companies)	Subsidiary and Step-down subsidiary	Scheme of Arrangement through NCLT (Amalgamation)	2,00,000.00 (through issue of shares)	60.94%	NA
				<b>Total</b>	<b>42,00,000.00</b>		

**Table 2:**

**Other terms of the above transactions:-**

1	Tenure of the proposed transaction	a. <b>For transaction 1 &amp; 2:</b> Sale of Goods - FY 2025-26 b. <b>For transaction 3:</b> Scheme of arrangement – 2 years
2	Justification for why the proposed transaction is in the interest of the listed entity	<p><b><u>For transaction 1&amp;2: Sale of Goods</u></b></p> <p>Abans Middle East DMCC specializes in the procurement and distribution/refining of metals from various refineries and third parties. By centralizing these functions within Abans Middle East DMCC, the group benefits from economies of scale, improved negotiation power, and operational efficiency. This specialization results in a significant reduction in overall procurement and supply costs, as compared to Abans Global Limited undertaking the same activities independently. Hence, Abans Global Limited charges commission to Abans Middle East DMCC for undertaking these activities on its behalf.</p> <p><b><u>For transaction 3: Scheme of arrangement</u></b></p> <p>The Transferor Companies and the Transferee Company are part of the same group and the Transferee Company is wholly owned subsidiary of the Transferor Company (Abans Capital Pvt Ltd). The rationale for the Scheme is as under:</p> <p>I. The Transferor Companies and Transferee Company are operating in complementary/ similar line of business and can be conveniently combined for mutual benefits as this would increase the profitability of the Transferee Company. Further, given that Transferor Company (Abans Capital Pvt Ltd) is a holding company, this Scheme will also lead to simplification of group structure by eliminating multiple companies in similar businesses;</p> <p>II. The synergy created by the amalgamation would increase the operational efficiency and integrate business functions. This will provide greater integration and flexibility to the Transferee</p>

		<p>Company and strengthen its position in the industry, in terms of customer base, revenue streams, products and service offerings;</p> <p>III. The amalgamation will lead to reduction in costs, pooling of business and strategic resources, greater cost-efficient services, enhanced support services, easy access/availment of all the services and economies of scale;</p> <p>IV. It would be advantageous to consolidate the business operations in a single entity and build strong capability to effectively meet future challenges in a competitive business environment;</p> <p>V. The amalgamation will result in achieving greater financial strength and flexibility and to maximize overall shareholders' value;</p> <p>VI. Elimination of multiple administrative functions, record-keeping and enhanced operational efficiencies, thus resulting in reduced statutory and regulatory compliance burden and administrative costs; and</p> <p>VII. The amalgamation will help in consolidating and improving the internal control systems and procedures which will bring greater management and operational efficiency due to integration of various similar functions being carried out by the entities such as human resources, finance, legal, management, secretarial, compliance etc.</p>
3	Where the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary	<p><b><u>For transaction 1&amp;2: Sale of Goods</u></b></p> <p>NA</p> <p><b><u>For transaction 3: Scheme of arrangement</u></b></p> <p>There is no change in the economic exposure or risk profile and shareholding of investment in subsidiary of the listed entity as a result of the Scheme.</p> <p>1,253 fully paid up equity shares of Rs.10 each of the Transferee Company shall be issued and allotted for every 1 (One) equity shares of Rs. 10 each held in the Transferor Company (Abans Capital Pvt Ltd)</p>

4	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through the registered email address of the shareholders	<p><b><u>For transaction 1&amp;2: Sale of Goods</u></b></p> <p>NA</p> <p><b><u>For transaction 3: Scheme of arrangement</u></b></p> <p>The valuation report issued by the independent registered valuer, as relied upon by Abans Financial Services Limited for the proposed Scheme of Arrangement, shall be made available to the shareholders of the Company through their registered email addresses, in compliance with applicable SEBI regulations</p>
5	Name of the director or key managerial personnel who is related	Except Mr. Abhishek Bansal, Promoter, Chairman & Managing Director (DIN: 01445730), and his relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at item no. 1 except as members.
6	Nature of relationship	Mentioned in Table 1 above
7	Nature, material terms, monetary value and particulars of the contract or arrangements	<p><b><u>Material Terms for transaction 1&amp;2: Sale of Goods:</u></b></p> <p>The transaction involves sale of goods will be on a principal-to-principal basis.</p> <p>Pricing will be at arm's length, based on prevailing market rates, international benchmarks, and commercially agreed terms.</p> <p>The transaction will be executed in the ordinary course of business with standard payment terms; no long-term commitment or exclusivity is involved.</p> <p>All sales will be governed by formal documentation (e.g., purchase orders, invoices, delivery/shipping documents) and will comply with applicable legal and regulatory requirements.</p> <p><b><u>Material Terms for transaction 3: Scheme of arrangement:</u></b></p> <p>Appointed Date: 1st April 2025</p> <p>Effective Date: Date on which all regulatory and judicial approvals are received and filed.</p>

	<p>Share Exchange Ratio: 1,253 equity shares of Rs.10 each of ABSPL for every 1 equity share of Rs.10 each held in ACPL.</p> <p>No shares are issued for amalgamation of other transferor companies since they are wholly-owned by ACPL.</p> <p>Particulars of the Scheme:</p> <p>Entire business, assets, liabilities, licenses, employees, legal proceedings and contracts of the Transferor Companies will be vested into ABSPL.</p> <p>Amalgamation to be accounted as per Ind AS 103 (Business Combinations).</p> <p>Internal group restructuring to simplify corporate structure, consolidate broking operations, and eliminate cross-holdings.</p> <p>All necessary regulatory approvals from SEBI, Stock Exchanges, and NCLT will be obtained.</p>
--	--

The aforesaid Related Party Transactions do not fall under the purview of Section 188 of the Companies Act, 2013, being in the ordinary course of business and at arms' length. However, the same are covered under the provisions of Regulation 23 of the SEBI LODR Regulations and accordingly the approval of the Members is sought by way of Ordinary Resolution. As per the provisions of Regulation 23(4) of the Listing Regulations, no related party shall vote to approve such resolutions whether the entity is a related party to the particular transaction or not.

As per the provisions of Regulation 23(4) of the Listing Regulations, no related party shall vote to approve such resolutions whether the entity is a related party to the particular transaction or not.

Based on the consideration and approval of Audit Committee, the Board recommends the resolution set out in Item No. 1 of the accompanying Notice to the Members for their consideration and approval, by way of Ordinary Resolution.

**Registered Office:**

36, 37, 38A, 3rd Floor, 227  
Nariman Bhavan,  
Backbay Reclamation,  
Nariman Point, Mumbai - 400 021

**CIN:** L74900MH2009PLC231660

**Website:** [www.abansfinserv.com](http://www.abansfinserv.com)

**Email:** [compliance@abansfinserv.com](mailto:compliance@abansfinserv.com)

**Tel:** +91 - 022 – 6179 0000

**By order of the Board of Directors**

**For Abans Financial Services Limited (Formerly known as Abans Holdings Limited)**

**Sd/-**

**Mr. Abhishek Bansal  
Chairman and Managing**

**Date:** August 07, 2025  
**Place:** Mumbai

**Director**  
**DIN: 01445730**

**PROCEDURE FOR E-VOTING:**

**(i) E-VOTING FACILITY:**

- (a) Pursuant to Sections 108, 110 and other applicable provisions of the Act and the Rules made thereunder, the MCA Circulars and Regulation 44 of the SEBI Listing Regulations read with circular of SEBI on e-voting facility provided by Listed Entities, dated December 9, 2020, Secretarial Standard on General Meetings SS-2 issued by the Institute of Company Secretaries of India and any amendments thereto, the Company is providing e-voting facility of NSDL to its Members to exercise their right to vote on the proposed resolutions by electronic means.
- (b) The e-voting facility will be available during the following voting period:

<b>Commencement of e-voting</b>	<b>9:00 a.m. (IST) on Thursday, August 28, 2025</b>
<b>End of e-voting</b>	<b>5.00 p.m (IST) on Friday, September 26, 2025</b>

The remote e-voting will not be allowed beyond the aforesaid date and time, and the remote e-voting module shall be forthwith disabled by NSDL upon expiry of the aforesaid period. Once the vote on the resolution is cast by the Member, he/she shall not be allowed to change it subsequently.

- (c) The voting rights of the Members shall be in proportion of their shareholding to the total issued and paid-up equity share capital of the Company as on the Cut-off Date i.e. **Friday, August 22, 2025**.
- (d) Members holding shares either in physical form or dematerialized form, as on the Cut-off Date i.e. **Friday, August 22, 2025**, (including those Members who may not receive this Postal Ballot Notice due to non-registration of their email address with RTA or the DPs, as aforesaid) can cast their votes electronically, in respect of the Resolution as set out in this Postal Ballot Notice only through the remote e-voting.

**(ii) THE INSTRUCTIONS FOR E-VOTING ARE AS FOLLOWS: How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*

**Step 1: Access to NSDL e-Voting system**

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





**Step 1: Access to NSDL e-Voting system**

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

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>2. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>3. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.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 “<b>Login</b>” which is available under ‘<b>Shareholder/Member</b>’ 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>5. Shareholders/Members can also download NSDL Mobile App “<b>NSDL</b>”</li> </ol>

	<p><b>Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<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 Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</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. 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; New System Myeasi 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>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

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

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is

	12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
- How to retrieve your ‘initial password’?
  - If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
  - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:

- Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- Physical User Reset Password?**” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.

8. Now, you will have to click on “Login” button.

9. After you click on the “Login” button, Home page of e-Voting will open.

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

### **How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [cs@parikhassociates.com](mailto:cs@parikhassociates.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on: 022 - 4886 7000 or send a request to Mr. Sagar S. Gudhate, Senior Manager at [evoting@nsdl.com](mailto:evoting@nsdl.com)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [compliance@abansfinserv.com](mailto:compliance@abansfinserv.com)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [compliance@abansfinserv.com](mailto:compliance@abansfinserv.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**INFORMATION AT A GLANCE:**

Particulars	Notes
Cut-off Date to determine those members who are eligible to vote on the resolution	<b>Friday, August 22, 2025</b>
Voting start time and date	<b>9.00 a.m. (IST) on Thursday, August 28, 2025</b>
Voting end time and date	<b>5.00 p.m (IST) on Friday, September 26, 2025</b>
Date on which the resolution is deemed to be passed	<b>Last date of voting i.e Friday, September 26, 2025</b>
Name, address and contact details of Registrar and Share Transfer Agent.	Contact Person: Ms. Deepali Dhuri
	Compliance Officer
	Purva Shareregistry (India) Pvt. Ltd
	Unit no. 9, Shiv Shakti Ind. Est., J .R. Boricha Marg, Lower Parel (E), Mumbai 400 011
	Email id: <a href="mailto:support@purvashare.com">support@purvashare.com</a>
	Contact Number: 022 23018261/23010771
Name, address and contact details of e-voting service provider	Contact Person: Mr. Sagar Gudhate
	Officer
	National Securities Depository Limited
	4th Floor, A Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013
	Contact details: <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> ;

	Contact number- 1800 1020 990 / 1800 224 430
NSDL e-voting website address	<a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a>
Name and contact details of the Compliance Officer	Contact Person:
	Ms. Sheela Gupta
	Company Secretary and Compliance Officer
	36, 37, 38A, Floor 3, Nariman Bhavan, Backbay Reclamation, Nariman Point, Mumbai – 400 021
	Contact Number: 022 6179 0000
	Email: <a href="mailto:compliance@abansfinserv.com">compliance@abansfinserv.com</a>

\*\*\*\*\***End**\*\*\*\*\*