

## **POSTAL BALLOT NOTICE**

Dear Members,

Notice is hereby given pursuant to the provisions of Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), as amended from time to time, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) including any statutory modification(s) or re-enactment thereof for the time being in force pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 read with and subject to other SEBI Circulars, including General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (“MCA Circulars”), and as per the Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India with respect to electronic Postal Ballot, and other applicable Laws and Regulations, the resolutions as set out in this Postal Ballot Notice are proposed to be passed by the members of the Company **ADVANCE LIFESTYLES LIMITED** (‘Members’) through Postal Ballot by remote e-Voting system (‘remote e-Voting’/‘e voting’) only

In accordance with the MCA Circulars, the Notice of Postal Ballot is being sent in electronic form in the first instance to all those members whose name appears in the register of members / register of beneficial owners as on **Friday, 06<sup>th</sup> February, 2026** (“Cut-Off Date”) received from the Depositories and whose email id is registered with the Company or the Depository Participants (DP’s). The e-voting period commences from 09.00 A.M. (IST) on **Friday, February 27, 2026** and ends at 05.00 P.M. (IST) on **Saturday, March 28, 2026**. These members shall communicate their assent / dissent for the proposed resolutions only through the remote e-voting system.

The relevant Explanatory Statement pursuant to Section 102 (1) of the Act, setting out the material facts concerning the resolution proposed to be passed is annexed hereto.

The Company has appointed M/s MSDS & Associates, Firm of Company Secretaries, through its Partner, Ms. Meghna Mehul Shah, Practicing Company Secretary (Membership No. FCS-9425 and CP No. 9007) or in her absence Ms. Dipali Shah, Practicing Company Secretary (Membership No. ACS-25422 and CP No. 23194) as the Scrutinizer. Accordingly, they would act as the Scrutinizer to conduct and scrutinize the Postal Ballot e-Voting process in a fair and transparent manner.

Members desiring to exercise their vote(s) by remote e-Voting are requested to carefully read the instructions provided in the Notes forming part of the Postal Ballot Notice, under the section Procedure and instructions relating to remote e-Voting’ and record their assent (FOR) or dissent (AGAINST) through remote e-Voting not later than 5:00 P.M. (IST) on **Saturday, March 28, 2026**, failing which it will be considered that no reply has been received from the Member.

### **ADVANCE LIFESTYLES LIMITED**

CIN: L45309MH1988PLC268437

Regd. Office: 2<sup>nd</sup> Floor, West Wing Electric Mansion, Appasaheb Marathe Marg, Worli, Mumbai-400 025 Maharashtra-Ph: 022-4231 9900

Website: [www.advancelifestyles.net.in](http://www.advancelifestyles.net.in) e-mail id: [cs.advancelifestyles@gmail.com](mailto:cs.advancelifestyles@gmail.com)

The Company has engaged the services of M/s. Bigshare Services Pvt Ltd (“Bigshare”) for the purpose of providing e-voting facility to all its Members. This Postal Ballot Notice will also be available on the Company’s website at [www.advance.net.in](http://www.advance.net.in) , websites of the Stock Exchanges, i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of Bigshare at [www.bigshareonline.com](http://www.bigshareonline.com).

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.advance.net.in](http://www.advance.net.in)) duly filled and signed along with requisite supporting documents to Bigshare office address at S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai – 400093.

The Scrutinizer will submit her/his report to the Chairman of the Company or any person authorized by her, after completion of scrutiny of total votes cast for Postal Ballot. The results of the resolution proposed to be passed by Postal Ballot would be declared within 2 working days from the closure of postal ballot. The result declared along with the Scrutinizer’s Report will be sent to BSE Limited. The same will be available on the website of the Company at [www.advance.net.in](http://www.advance.net.in) and on the website of e-voting agency i.e. Bigshare Services Pvt Ltd at <https://ivote.bigshareonline.com>. and will also be displayed at the Registered Office as well as Corporate Office of the Company.

The resolution, if passed by requisite majority, will be taken as passed effectively on the last date specified by the Company for e-voting, i.e., **Saturday, March 28, 2026**. The members are requested to consider and, if thought, pass the following resolutions:

**SPECIAL BUSINESS:**

**Resolution No. 1:**

**TO CONSIDER AND APPROVE INSERTION OF NEW OBJECT CLAUSE:**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with applicable rules made thereunder, including any statutory modification(s) or re-enactment(s) thereto for the time being in force, and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to the approval of the Registrar of Companies, , and subject to approval of any other authority/Regulator as maybe applicable, and subject to provisions of any other law as maybe applicable, the consent of the Members be and is hereby accorded for effecting the alteration in the existing Object Clause of the Memorandum of Association (the “MoA”) of the Company by adding the following new sub- clause in III (A) of the MoA before the existing sub- clause No. 1.

- 1 To carry on the business of Mining and extraction of gold, silver and precious metals, stones, precious and semi-precious stones, minerals and all kind, including but not limited to ferrous and non-ferrous minerals, base metals, industrial minerals, rare earth minerals, strategic

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- minerals and allied mineral resources and to undertake mining and allied activities, Minerals and allied activities, including exploration, prospecting, surveying, excavation, extraction, drilling, processing, beneficiation, refining, smelting, assaying, handling, storage, transportation etc. and trading of gold-bearing ores, gold, precious metals, stones and gold products, whether in raw, semi-processed or finished form, in India or abroad; to acquire, obtain, purchase, lease, hold, operate and manage mining rights, leases, concessions, licenses, permits and approvals from the Central Government, State Governments or other competent authorities, in India or Abroad; to buy, sell, trade, import, export and otherwise deal in gold, gold bullion, gold dore, gold bars, gold coins and other gold products, bullion, precious metal, jewelry, in India or Aboard whether produced by the Company or otherwise; and to undertake all activities incidental or ancillary thereto, including establishment of mines, plants, refineries, workshops, warehouses and infrastructure facilities, in India or Abroad and entering into contracts, arrangements and joint ventures but not limited to setting up of subsidiary(ies), Joint Ventures, branches and offices, in India or abroad, subject to applicable laws, rules and regulations.
- 2 To acquire, obtain, purchase, lease, sub-lease, exchange, hold, operate and manage mining rights, mineral concessions, prospecting licenses, reconnaissance permits, composite licenses, mining leases, quarry leases and other rights, licenses, permits, approvals and interests from the Central Government, State Governments or other competent authorities in India or abroad.
  3. To carry on the business of trading, buying, selling, importing, exporting, processing, cutting, polishing, manufacturing and dealing in precious stones, semi-precious stones, diamonds, gems, pearls, precious metals, bullion, gold, silver, platinum and other metals, jewellery, ornaments and related articles in India or Abroad, whether raw, processed or finished, and to act as traders, merchants, dealers, distributors, stockists, commission agents or otherwise in relation thereto and to undertake all activities incidental or ancillary thereto, including the establishment, development and operation of mines, quarries, processing plants, beneficiation plants, refineries, smelters, workshops, warehouses, stockyards and infrastructure facilities in India or abroad, and entering into contracts, arrangements and joint ventures including but not limited to setting up subsidiaries, joint ventures, branches and offices in India or abroad, subject to applicable laws, rules and regulations.

**RESOLVED FURTHER THAT** pursuant to the aforesaid insertion, the existing sub-clauses of Clause III be and are hereby re-numbered accordingly.

**RESOLVED FURTHER THAT** any Director or the Key Managerial Personnel of the Company or any officer(s) so authorised by the Board, be and are hereby authorised either jointly or severally, to do all acts, deeds, matters and things as may, in their absolute discretion, be deemed necessary, expedient, proper or desirable to give effect to the resolution including filings of statutory forms and to settle any matter, question, difficulties or doubts that may arise in this regard and accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies without requiring the Board to secure any further consent or approval of the Members of the Company; and that the Members of the Company are hereby deemed to have given their approval thereto expressly by the authority of this resolution and acts and things done or caused to be done shall be conclusive evidence of the authority of the Company for the same

**RESOLVED FURTHER THAT** any Directors or the Chief Financial Officer or the Company

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Secretary of the Company, either jointly or severally be and is hereby authorized to do all such acts, deeds, things as may be required to give effect to the above resolution.”

**Resolution No. 2:**

**ADOPTION OF NEW SET OF MEMORANDUM OF ASSOCIATION AS PER THE PROVISIONS OF THE COMPANIES ACT, 2013:**

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

“**RESOLVED THAT** pursuant to the provisions of Section 4, 13 and any other applicable provisions of the Companies Act, 2013 (“the Act”), read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in accordance with the Table A of the Schedule I of the Act, consent of the Members be and is hereby accorded to adopt new set of Memorandum of Association of the Company according to the provisions of the Companies Act 2013 read with applicable rules (as amended from time to time):.

**RESOLVED FURTHER THAT** pursuant to the adoption of new set of Memorandum of association of the Company and Table A of the Schedule I of the Companies Act, 2013, the Clause III (C) – The Other Objects shall be merge with Clause III (B) – Object incidental or ancillary to the attainment of the main object and the sub-clauses of Clause III be and are hereby re-numbered accordingly.

**RESOLVED FURTHER THAT** in accordance with the Table A of the Schedule I of the Act, the Clause III (B) of the Memorandum of Association of the Company, be renamed as under:

**Clause III (B) – Matters which are necessary for furtherance of the objects specified in Clause III (A) are:**

**RESOLVED FURTHER THAT** any further amendment in the MOA with respect to re-numbering and re-naming the clauses of the MOA so that the same is aligned with the prescribed format of Table A as given in the Schedule I of the Companies Act 2013, be carried out.

**RESOLVED FURTHER THAT** any Director or the Chief Financial Officer or the Company Secretary of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary or incidental thereto, including filing of necessary forms with the Registrar of Companies and taking all steps to give effect to this resolution.”

**Resolution No. 3:**

**TO CONSIDER AND APPROVE ENHANCEMENT OF LIMITS UNDER SECTION 186 OF THE COMPANIES ACT, 2013 FOR LOANS, GUARANTEES, SECURITIES AND INVESTMENTS:**

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

“**RESOLVED THAT** pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Articles of Association of the Company, the Consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the ‘Board’, which term shall be deemed to include any Committee thereof or any person(s) authorised by the Board) to make loans and/or give any guarantee and/or provide any security in connection with a loan to any person or body corporate, Firm, LLP including its subsidiary company(ies), and/or

to acquire by way of subscription, purchase or otherwise, the securities of any person or body corporate including its subsidiary company(ies), from time to time, notwithstanding that the aggregate of loans, guarantees, securities and investments so made may exceed the limits prescribed under Section 186(2) of the Companies Act, 2013, up to an aggregate amount not exceeding ₹500 Crore (Rupees Five Hundred Crore only) over and above the prescribed limit under section 186(2) of the Companies Act, 2013 i.e, sixty per cent of the paid up share capital, free reserve and securities premium account of the Company one hundred per cent of free reserve and securities premium account of the Company, whichever is more.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to take from time to time all decisions and such steps as may be necessary for giving loans, guarantees or providing securities or for making such investments and to execute such documents, deeds, writings, papers and/or agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion, deem fit, necessary or appropriate.

**RESOLVED FURTHER THAT** any Director or the Chief Financial Officer or the Company Secretary of the Company be and is hereby authorised to do all such acts, deeds and things as may be necessary, expedient or incidental to give effect to this resolution, including issuing notice of General Meeting / Postal Ballot, filing of necessary forms with the Registrar of Companies and execution of relevant documents.”

**For and on behalf of the Board of  
Advance Lifestyles Limited,**

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**Vikas Gangwal**  
**Company Secretary & Compliance Officer**  
**ACS: 62314**

**Place: Mumbai**  
**Date: 24<sup>th</sup> February 2026**

**NOTES:**

- a. In compliance with the MCA Circular, the Notice is being sent in electronic form in the first instance to all those members whose email id is registered with the Company or the Depository Participants (DP's). These members shall communicate their assent / dissent for the proposed resolutions only through the remote e-voting system. Accordingly, the communication of the assent or dissent of the Members would take place by electronic means through the remote e-voting process (“e-voting”).
- b. Members of the Company holding shares as on cut-off date i.e., **Friday, February 06, 2026** will receive the Notice of this Postal Ballot.
- c. In line with the MCA Circulars, the Notice is hosted on the website of the Company at [www.advance.net.in](http://www.advance.net.in). The Notice can also be accessed from the websites of the Stock Exchanges on which the equity shares of the Company are listed i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and is also available on the website of e-voting agency i.e. Bigshare Services Pvt Ltd at <https://ivote.bigshareonline.com>

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- d. The Explanatory Statement and the reasons for the proposed Resolutions pursuant to Section 102 and Section 110 of the Act, Secretarial Standard-2 on General Meetings and Regulation 36 of the Listing Regulations, setting out material facts are appended to this Notice.
- e. Resolutions passed by the Members through Postal Ballot are deemed to have been passed as if the same has been passed at a general meeting of the Members.
- f. The Resolutions, if approved, shall be deemed to have been passed on the last date of voting i.e., **Saturday, March 28, 2026**.
- g. The Company's Registrar & Transfer Agent for its share registry (both, physical as well as electronic) is Bigshare Services Pvt Ltd ("Bigshare /Registrar/ RTA") having its office at A-802 Samudra Complex Off C G Road, Ahmedabad Gujarat 380009, India
- h. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic mode are, therefore, requested to submit their PAN to their DPs with whom they are maintaining their demat accounts.
- i. The e-voting period commences on **Friday, February 27, 2026** (9:00 a.m. IST) and ends on **Saturday, March 28, 2026** (5:00 p.m. IST). During this period, members of the Company, holding shares in dematerialized form as on cut-off date. **Friday, February 06, 2026** may cast their vote electronically in the manner and process as set out herein below.
- j. Members of the Company whose email id is available with the Company or the DP shall exercise their votes only through the e-voting module. The e-voting module shall be disabled by Bigshare for voting after **Saturday, March 28, 2026** (5.00 p.m. IST). Once the vote on Resolutions is cast by the Member, the Member shall not be allowed to change it subsequently.
- k. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on cut-off date i.e., **Friday, February 06, 2026**.
- l. Members holding shares in dematerialized mode are requested to intimate all changes pertaining to their bank details, ECS mandates, email addresses, nominations, power of attorney, change of address/ name etc. to their Depository Participants ("DPs") and Bigshare.
- m. Any such changes effected by the DPs will automatically reflect in the Company's records.
- n. Members holding shares in electronic mode may contact their respective DPs for availing the nomination facility.
- o. Members holding shares under multiple folios / demat accounts are requested to vote

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separately for each of their folios / demat accounts.

- p. Corporate / Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are required to send scanned certified true copy (PDF Format) of the Board Resolution / Power of Attorney / Authority Letter, etc., to the Scrutinizer by email to [meghna@shah3ca.com](mailto:meghna@shah3ca.com) with a copy marked to accounts@pel.in.
- q. Non-Resident Indian Members are requested to inform their respective DPs, immediately of: Change in their email address, residential status on return to India for permanent settlement, Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
- r. E-voting is mandatory for the Members and is the only means to cast a vote on the stated items of business. Members may in accordance with the provisions of Sections 112 and 113 of the Act, appoint representatives for the purpose of voting through remote e-voting
- s. The instructions to the Members for exercising their vote along with the process and the manner for remote e-voting are as under [for Members whose email ID are registered with the Company/ Depository Participant(s) ]:

**E-VOTING INTRUCTIONS FOR POSTAL BALLOT ARE AS UNDER:**

- i. The voting period begins on **Friday, February 27, 2026 (9:00 a.m. IST)** and ends on **Saturday, March 28, 2026 (5:00 p.m. IST)**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. **Friday, February 06, 2026** may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- ii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- iii. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.
1. Pursuant to above said SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest is <a href="https://web.cdslindia.com/myeasitoken/home/login">https://web.cdslindia.com/myeasitoken/home/login</a> or 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 use 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 <b>BIGSHARE</b> the e-Voting service provider and you will be re-directed to <b>i-Vote</b> website 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 i.e. <b>BIGSHARE</b>, 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 <a href="https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration">https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> 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. Click on <b>BIGSHARE</b> and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-voting period.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name <b>BIGSHARE</b> and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-Voting period.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReq.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReq.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon</li> </ol>

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	<p>“Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name <b>BIGSHARE</b> and you will be redirected to <b>i-Vote</b> website for casting your vote during the remote e-Voting period.</p> <p>4) For OTP based login you can Click on <a href="https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsd.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 with all e-Voting Service Providers. Click on <b>BIGSHARE</b> and you will be re-directed to <b>i-vote (E-voting website)</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

	<p>on <b>BIGSHARE</b> and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-voting period.</p>
<p>Individual Shareholders holding securities in demat mode with <b>NSDL</b></p>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name <b>BIGSHARE</b> and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-Voting period.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.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 “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name <b>BIGSHARE</b> and you will be redirected to <b>i-Vote</b> website for casting your vote during the remote e-Voting period.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 22- 23058542-43.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:**

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
  - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
  - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
  - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

**Note** If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

**ADVANCE LIFESTYLES LIMITED**

CIN: L45309MH1988PLC268437

Regd.Office:2<sup>nd</sup> Floor, West Wing Electric Mansion, Appasaheb Marathe Marg, Worli, Mumbai-400 025 Maharashtra-Ph:022-4231 9900

Website: [www.advance.net.in](http://www.advance.net.in) e-mail id: cs.advancelifestyles@gmail.com

**NOTE:** If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**INVESTOR LOGIN**' tab and then Click on '**Forgot your password?**'
- Enter "**User ID**" and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**Reset**'.  
*(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).*

**Voting method for shareholders on i-Vote E-voting portal:**

- After successful login, **Bigshare E-voting system** page will appear.
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on "**VOTE NOW**" option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option "**IN FAVOUR**", "**NOT IN FAVOUR**" or "**ABSTAIN**" and click on "**SUBMIT VOTE**". A confirmation box will be displayed. Click "**OK**" to confirm, else "**CANCEL**" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on investor portal.

**3. Custodian registration process for i-Vote E-Voting Website:**

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on "**REGISTER**" under "**CUSTODIAN LOGIN**", to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with "**User id and password will be sent via email on your registered email id**".

**NOTE:** If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**CUSTODIAN LOGIN**' tab and further Click on '**Forgot your password?**'
- Enter "**User ID**" and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**RESET**'.  
*(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).*

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**Voting method for Custodian on i-Vote E-voting portal:**

- After successful login, **Bigshare E-voting system** page will appear.

**Investor Mapping:**

- First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.
  - Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
  - Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or board resolution for respective investor and click on “**UPLOAD**”.  
**Note:** The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)
  - Your investor is now mapped and you can check the file status on display.

**Investor vote File Upload:**

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

**Helpdesk for queries regarding e-voting:**

Login type	Helpdesk details
Shareholder’s other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions (‘FAQs’) and i-Vote e-Voting module available at <a href="https://ivote.bigshareonline.com">https://ivote.bigshareonline.com</a> , under download section or you can email us to <a href="mailto:ivote@bigshareonline.com">ivote@bigshareonline.com</a> or call us at: 1800 22 54 22.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**

**Item No. 1 and 2:**

Considering the business expansion strategies of the Company and in order to explore new business opportunities, the Board of Directors proposes to diversify the business activities of the Company by expanding the Main Object Clause of the Memorandum of Association (“MoA”).

Accordingly, it is proposed to include the following activities in the Main Object Clause of the MoA under Clause III A and renumbering of existing other business clauses:

- 1 To carry on the business of Mining and extraction of gold, silver and precious metals, stones, precious and semi-precious stones, minerals and all kind, including but not limited to ferrous and non-ferrous minerals, base metals, industrial minerals, rare earth minerals, strategic minerals and allied mineral resources and to undertake mining and allied activities, Minerals and allied activities, including exploration, prospecting, surveying, excavation, extraction, drilling, processing, beneficiation, refining, smelting, assaying, handling, storage, transportation etc. and trading of gold-bearing ores, gold, precious metals, stones and gold products, whether in raw, semi-processed or finished form, in India or abroad; to acquire, obtain, purchase, lease, hold, operate and manage mining rights, leases, concessions, licenses, permits and approvals from the Central Government, State Governments or other competent authorities, in India or Abroad; to buy, sell, trade, import, export and otherwise deal in gold, gold bullion, gold dore, gold bars, gold coins and other gold products, bullion, precious metal, jewelry, in India or Aboard whether produced by the Company or otherwise; and to undertake all activities incidental or ancillary thereto, including establishment of mines, plants, refineries, workshops, warehouses and infrastructure facilities, in India or Abroad and entering into contracts, arrangements and joint ventures but not limited to setting up of subsidiary(ies), Joint Ventures, branches and offices, in India or abroad, subject to applicable laws, rules and regulations.
- 2 To acquire, obtain, purchase, lease, sub-lease, exchange, hold, operate and manage mining rights, mineral concessions, prospecting licenses, reconnaissance permits, composite licenses, mining leases, quarry leases and other rights, licenses, permits, approvals and interests from the Central Government, State Governments or other competent authorities in India or abroad.
3. To carry on the business of trading, buying, selling, importing, exporting, processing, cutting, polishing, manufacturing and dealing in precious stones, semi-precious stones, diamonds, gems, pearls, precious metals, bullion, gold, silver, platinum and other metals, jewellery, ornaments and related articles in India or Abroad, whether raw, processed or finished, and to act as traders, merchants, dealers, distributors, stockists, commission agents or otherwise in relation thereto and to undertake all activities incidental or ancillary thereto, including the establishment, development and operation of mines, quarries, processing plants, beneficiation plants, refineries, smelters, workshops, warehouses, stockyards and infrastructure facilities in India or abroad, and entering into contracts, arrangements and joint ventures including but not limited to setting up subsidiaries, joint ventures, branches and offices in India or abroad, subject to applicable laws, rules and regulations.

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Upon receipt of approval from the Members, the Company shall commence the aforesaid activities at such appropriate time as may be determined by the Board of Directors, after taking into account potential opportunities, feasibility and other relevant factors.

Section 13 of the Companies Act, 2013 provides that a Company may, by passing a Special Resolution, alter the provisions of its Memorandum of Association. The Board of Directors, at its meeting held on 10th February 2026, approved the proposed alteration in the Object Clause of the MoA of the Company, subject to the approval of the Members by way of Postal Ballot and subsequent approval of the Registrar of Companies.

Further, in order to align the existing Memorandum of Association of the Company with the provisions of the Companies Act, 2013, including Table A of Schedule I, it is considered expedient to adopt the new set of Memorandum of Association as per the provision of Companies Act, 2013 in substitution for the existing MOA.

The Board of Directors has recommended the resolution set out in the accompanying Notice for approval of the Members as a Special Resolution.

In light of the above facts, approval of the Members is sought through remote e-voting via Postal Ballot for effecting the alteration in the Object Clause of the MoA of the Company and adoption of new set of Memorandum of association of the Company as per the provision of Companies Act, 2013.

None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the resolution for approval of the Members as a Special Resolution.

A copy of the proposed new Memorandum of Association of the Company along with the proposed amendments shall be available for electronic inspection on the website of the Company on all working days up to the date of declaration of the results of the Postal Ballot.

**Item No. 3 :**

Pursuant to the provisions of Section 186 of the Companies Act, 2013, a Company is required to obtain prior approval of the Members by way of a Special Resolution in cases where the aggregate of loans, guarantees, securities and investments made or proposed to be made exceeds the limits specified under Section 186(2) of the Companies Act, 2013.

In order to provide greater operational and financial flexibility to support the Company's business requirements, strategic initiatives, joint ventures, subsidiaries, associates and other permissible investments, the Board of Directors, at its meeting held on 10th February 2026, considered it appropriate to seek approval of the Members to authorise the Board to make loans, give guarantees, provide securities and/or make investments in excess of the limits prescribed under Section 186(2) of the Companies Act, 2013, up to an aggregate amount not exceeding ₹500 Crore (Rupees Five Hundred Crore only).

The proposed loans, guarantees, securities and investments shall be made in compliance with applicable provisions of the Companies Act, 2013 and the rules made thereunder, the Articles of Association of the Company and the applicable provisions of the Securities and Exchange Board

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of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

None of the Directors, Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the aforesaid Special Resolution.

The Board accordingly recommends the Special Resolution set out at Item No. 3 of the accompanying Notice for approval of the Members.

**For and on the behalf of the Board  
Advance Lifestyles Limited**

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**Vikas Gangwal  
Company Secretary & Compliance Officer  
ACS: 62314**

**Place: Mumbai**