Date: 23-07-2026

Bombay Stock Exchange Limited, Phiroze Jeejeebhoy Towers 1st Floor, Rotunda Building, Dalal Street, Mumbai- 400 001 **BSE Scrip Code - 533163**	**National Stock Exchange of India Limited**, Exchange Plaza, Plot No-C1, G Block Bandra Kurla Complex, Bandra (E), Mumbai-400051 **NSE Symbol: ARSSINFRA**

Sub: Outcome of Board Meeting pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ("SEBI Listing Regulations")

Pursuant to Regulation 30 of the SEBI Listing Regulations, we wish to inform you that the Board of Directors, at its Meeting held today, July 23, 2026, has, inter alia, approved the following matters:

a) Appointment of Mr. Rajendra Biswal (M. No.: A76448) as the Company Secretary and Compliance Officer (KMP) of the Company w.e.f July 23, 2026;

   The disclosure as per SEBI Master Circular dated January 30, 2026, details under regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Master Circular No. HO/49/14/14(7)2025-Cfdpod2/ I/3762/2026 Dated January 30, 2026. Changes in Directors, Key Managerial Personnel, Senior Management, **enclosed herewith Annexure A**

b) Increase in the Authorized Share Capital subject to shareholders of the Company as follows:

   Increase in the Authorized Share Capital from the existing Authorised Share Capital of Rs.110 Crore, to Rs. 500 Crore comprising of Rs.230 Crore divided into 23 Crore Equity Shares of Rs.10/- each and Rs.270 Crore divided into 27 Crore Preference Shares of Rs.10/- each and consequential alteration of Clause V of the Memorandum of Association subject to shareholder approval;

   Disclosure pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 and HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026.

Clause No	Existing Clause	Revised Clause
V.	The Authorised Share Capital of the Company is Rs. 110,00,00,000 (Rupees One Hundred and Ten Crore Only) divided into 11,00,00,000 (Eleven Crore) Equity Shares of face value of Rs. 10/- (Rupee Ten Only) each.	The Authorised Share Capital of the Company is Rs. 500,00,00,000 (Rupees Five Hundred Crore Only) divided into 23,00,00,000 (Twenty Three Crore) Equity Shares of ₹10/- each and 27,00,00,000 (Twenty Seven Crore) Preference Shares of ₹10/- each.

c) Material Related Party Transactions with Ocean Capital Market Limited, one of the promoters, under Regulation 23 of the SEBI Listing Regulations subject to approval of shareholders;

d) Offer and issue of 25,00,00,000, at 0.01% non-cumulative non-convertible redeemable preference shares to Ocean Capital Market Limited, one of the promoters, on private placement basis, in one or more tranches, subject to shareholders approval. Information as per Regulation 30 of the SEBI Listing Regulations for issuance of Non-Convertible Securities is annexed as **Annexure B;**

e) Approval of Notice for Postal Ballot

The Board has approved the convening of the Postal ballot for the Shareholders approval and in addition to approve the services of NSDL for facilitating remote e-voting to enable the Members to cast their votes electronically in respect of the resolution as set out in the Postal Ballot Notice. The detailed procedure and instructions for remote e-voting forms part of 'Notes' section to the Notice. Some of the important details and dates regarding the remote e-voting facility are as follows:

Cut-off date for determining Members entitled to vote (Voting rights shall be in proportion to the equity shares held as on this date)	**Friday, July 24th 2026**
Commencement of remote e-voting	**Friday, July 31st 2026**
End of remote e-voting	**Saturday, August 29th 2026**
Scrutinizer consolidated report to Chairman on or before	**Monday August 31st 2026**

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Annexure-A

Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Master Circular No. HO/49/14/14(7)2025-CFDPOD2/ I/3762/2026 dated January 30, 2026. Changes in Directors, key managerial personnel, senior management:

Sr. No	**Disclosure Requirement**	**Details**
1.	Name of the KMP	Rajendra Biswal
2.	Reason for Change, viz Appointment~~, Resignation, Removal, Death or Otherwise~~	Appointment of Mr. Rajendra Biswal as Company Secretary and Compliance Officer
3.	Date of Appointment/ Cessation & term of appointment	Effective 23.07.2026
4.	Brief profile (in case of appointment)	**Mr. Rajendra Biswal (Membership No.: A76448)** is an Associate Member of the Institute of Company Secretaries of India (ICSI). He possesses experience in corporate secretarial, legal and compliance functions. During his professional career, he has handled Board and Committee processes, corporate governance, fund raising through preferential issues, regulatory liaison with Stock Exchanges, ROC and SEBI, secretarial and legal compliances, implementation of compliance management systems, and ensuring compliance with the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI ICDR Regulations, and other applicable corporate laws. His expertise also includes conducting Board, Committee and General Meetings, maintaining statutory records, drafting corporate documents, and managing various secretarial and regulatory filings.
5.	Disclosure of relationships between directors (in case of appointment of Director)	Not Applicable

ARSS INFRASTRUCTURE PROJECTS LTD.

<u>Annexure -B</u>

Information as per Regulation 30 of the SEBI Listing Regulations for issuance of Non-Convertible Securities.

I.	Type of securities proposed to be issued	Non-Cumulative Non-Convertible Redeemable Preference Shares
II.	Type of issuance	On Private Placement basis
III.	Name of Investor	Ocean Capital Market Limited, one of the promoters of the Company
IV.	Total number of securities proposed to be issued	Up to 250000000 Preference Shares, face value of Rs.100 each
V.	Size of the Issue	250.00 Crore
VI.	Whether proposed to be listed?	No
VII.	Date of allotment	Date of allotment will be in one or more trenches and shall be decided by the Board of Directors upon obtaining shareholders' approval.
VIII.	Tenure of the instrument and Date of maturity	Tenure → 22 (Twenty-Two) months from the date of allotment of each tranche At the end of the tenure NCRPS shall be redeemed at redemption premium which is sufficient equivalent to provide the Preference Shareholders with an internal rate of return (IRR) of 12% per annum.
IX.	Coupon/ interest offered, schedule of payment of coupon/ interest and principal;	0.01% p.a. dividend, non-cumulative on face value of Rs.10 per share. The dividend, if declared, will be paid annually.
X.	Charge/ security created over the assets	The Preference Shares are unsecured and do not carry any charge on the assets of the Company
XI.	Special right/ interest/ privileges attached to the instrument	None, other that the Preference Shares shall carry a preferential right vis-à-vis equity shares of the Company with respect to payment of dividend, if any, and repayment of capital in accordance with the applicable provisions of the Companies Act 2013.

XII.	Delay in payment of interest / principal amount for a period of more than three months from the due date or default in payment of interest / principal	Not applicable
XIII.	Details of any letter or comments regarding payment/non-payment of interest, principal on due dates, or any other matter concerning the security and /or the assets along with its comments thereon, if any	Not applicable
XIV.	Details of redemption of preference shares indicating the manner of redemption	At the end of the tenure NCRPS shall be redeemed at redemption premium which is sufficient equivalent to provide the Preference Shareholders with an internal rate of return (IRR) of 12% per annum.
XV.	Valuation Report	The Company has obtained a Valuation Report dated July 23, 2026 from an independent valuation report from CA Prithvi Ranjan Parhi, Registered Valuer – Securities or Financial Assets (Registration Number-IBBI/RV/06/2020/12726), Reg. off- S-3, Pravat Villa, Kalaranhanga, PO-KIIT, Bhubaneswar – 752024 and issued a certificate in this regard.

Board Meeting commenced at 12:00 Hours and concluded at 17:16 Hours

This is for your information & records.

Thanking You
Yours faithfully

For **ARSS Infrastructure Projects Limited**

RAJENDRA BISWAL Digitally signed by RAJENDRA BISWAL Date: 2026.07.23 17:59:55 +05'30'

ARSS Infrastructure Projects Ltd. BBSR

(Rajendra Biswal)
Company Secretary & Compliance Officer
Mem No- A76448