

BN HOLDINGS LIMITED

(FORMERLY ARIHANT TOURNESOL LIMITED)

CIN No: L15315MH1991PLC326590

REGD. OFFICE: 217, ADANI, INSPIRE-BKC, SITUATED G BLOCK, BKC MAIN ROAD, BANDRA

KURLA COMPLEX, BANDRA EAST, MUMBAI, MAHARASHTRA, 400051

CORPORATE ADDRESS: - 1ST FLOOR, B.N. CORPORATE PARK, PLOT NO. 18, NOIDA -135, GAUTAM

BUDDHA NAGAR, UTTAR PRADESH-201304

Ph: 022-69123200; Mb.: +91 9958822310 | W:-www.bn-holdings.com|E:corporate@bn-holdings.com

Date: September 23, 2023

To,
BSE Limited.
Corporate Relation Department,
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai - 400001. Maharashtra, India.

Scrip Code: 526125

ISIN: INE00HZ01011

Sub: Alteration in Memorandum of Association and Article of Association of the Company

Ref: Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.

Dear Sir/Madam

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the shareholders in their meeting held on Friday, September 22, 2023, have approved the following resolutions:

1. Amendment of the Object Clause of the Memorandum of Association ("MOA") of the Company.
2. Alteration of Articles of Association ("AOA") of the Company.

Further, the brief details of alteration in MOA and AOA as required under Regulation 30 read with Part A of the Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are annexed herewith marked as Annexure - I and Annexure - II respectively.

Kindly take the above information on your records.

Thanking You,

Yours Faithfully,

For BN Holdings Limited

Reetika Mahendra

(Company Secretary & Compliance Officer)

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Annexure-I

Summary of amendments in the MOA of the Company

S.No.	Changes
1.	<p>Existing Clause III A) [Main Object] of the Memorandum of Association of Company has been deleted and following clauses inserted:-</p> <ol style="list-style-type: none"><i>To acquire and hold controlling and other interests in the share or loan capital of any company or companies Carrying on or proposing to carry on business of trading, manufacturing, purchase, import, export, sell, process or deal in seeds and agricultural produce or agricultural resources, of any description related to food products and beverages.</i><i>To carry on the business in cash & carry wholesale trading, manufacturing, purchase, import, export, sell, process or deal in seeds and agricultural produce or agricultural resources, of any description related to food products and beverages like grains, rice, wheat, cotton, jute, coffee, tea, tobacco, rubber, oil seeds, pulses, vegetable products, sugar cane, sugar, sugar products, vanaspati oils, palm oils, hydrogenated ghee, vegetable oils, butter, all kind of edible and non edible oils, cotton products such as fibres and fabrics, cocoa, rubber, jute, soyabean, pulses, oil seeds and any other products manufactured from any agricultural or natural resources and manufacture, process to build integrated supply chains in the aforementioned commodity sectors.</i><i>To carry on the business of manufactures, cultivators, millers, grinders, processors of all oils, and solvents, seeds, Soya beans buts, sugar, cotton, Iron Ore and Coal to extract and refine all bye-products, derivatives like edible oil, medical oil from such products and allied products and to deal in, buy, sell, market, distribute, trade, import, export in all the aforesaid products.</i><i>To carry on business as manufacturers and packers of and dealers in foodstuffs of all description for human and animal use, including extruded foods and cereals, textured soya protein foods, frozen processed foods, all of which shall be formulated to contain fruit or vegetable products including other nutrients, including those suitable or deemed to be suitable for infants, growing children, adults and convalescents and/ or for the general public.</i><i>To manufacture, buy, sell, prepare for market and deal in farinaceous foods of all kinds and in particular biscuits, breads, cakes and, confectionery and foods of every description suitable for infants.</i><i>To carry on business as bakers and confectioners and to manufacture, buy, sell, refine, prepare, grow, import, export and deal in provisions of all kinds both wholesale and retail and whether solid or liquid.</i><i>To carry on business as manufacturers of, and importers and exporters of agricultural, farm, garden and dairy produce, provisions, stores and merchandise of all kinds including processed foods, natural and synthetic milk, casein and its allied products, and all products and substances of any description derived by processing, manipulation or treatment of agricultural, farm, garden and dairy produce in any manner whatsoever.</i>

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Annexure-II

Summary of the changes in AOA of the Company

S.No.	Changes
1.	<p>Key Amendments:-</p> <p>a) New Clause 2 (A) has been inserted-</p> <p><i>I.Unless the context otherwise requires, words or expressions contained in these Articles shall bear the same meaning as in the Act or any statutory modification thereon in force.</i></p> <p><i>II.Words importing the singular numbers includes where the context admits or requires the plural number and vice versa.</i></p> <p>b) New Clause 9 (A) has been inserted-</p> <p><i>Issue of Bonus Shares:</i></p> <p><i>The Company in the General Meeting may decide to issue fully paid up Bonus Shares to the member if so recommended by the Board of Directors.</i></p> <p>c) New Clause 10 (A) has been inserted:-</p> <p><i>Further issue of Share/Securities:</i></p> <p><i>i)The Board or the Company, as the case may be, in accordance with the Act issue further shares to:</i></p> <p><i>a)Persons who, at the date of offer, are holders of equity shares of the company; unless otherwise decided by the Board, such offer shall be deemed to include a right exercisable by the person concerned or renounce the shares offered to him or any of them in favour of any other person; or</i></p> <p><i>b)Any person, whether or not those persons include the persons referred to in clause (a) above.</i></p> <p><i>ii)A further issue of shares may be made in any manner whatsoever as the Board may determine including by way of preferential offer or private placement, subject to and in accordance with the Act read with Rules made thereunder and SEBI guide lines.</i></p> <p><i>Subject to the provisions of the Act, the Company may from time to time issue warrants naked or otherwise or issue coupons or other instruments and any combination of equity shares, debentures, preference shares or any other instruments to such class of persons as the Board of Directors may deem fit with a right attached to the holder of such warrants or coupons or and any combination of equity shares, debentures, preference shares or any other instrument to such class of person as the Board of Directors may deem fit with a right attached to the holder of such warrants or coupons or other instruments to subscribe to the equity shares or other instruments within such time and at such price as the Board of Directors may decide as per the rules applicable from time to time.</i></p> <p>d) New Clause 57(A) has been inserted:-</p> <p><i>Share Warrants:</i></p> <p><i>Subject to the provisions of the Acts, the Company may issue with respect to any fully paid shares, a warrant stating that the bearer of the warrants is entitled to the shares specified therein and may provide coupons or otherwise, for payment of future dividends on the shares specified in the warrants and may provide conditions for registering membership.</i></p>

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S.No.	Changes
2.	The word “securities” has been added in clause 5, 6, 46 and 47 of the Article of Association of the Company.