



**THANGAMAYIL**  
JEWELLERY LIMITED

TMJL | CS | Dt |01-07-2026

<b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai – 400001 <b>SCRIP CODE: 533158</b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza, C/1, Block G, Bandra Kurla Complex, Bandra East Mumbai - 400051 <b>SYMBOLS: THANGAMAYL</b>
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**Sub: Notice of the 26<sup>th</sup> Annual General Meeting of the Company for FY 2025-26.**

Pursuant to Regulation 30 read with para A of Part A of Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, attached herewith is the Notice of the 26<sup>th</sup> Annual General Meeting of the Company to be held on Wednesday, 29th July 2026 at 11:30 a.m. (IST) at Tamilnadu Chamber of Commerce & Industry, No:178-B Kamarajar Salai, Madurai -625009. The said Notice forms part of the Integrated Annual Report 2025-26 and is being sent through electronic mode to the shareholders of the Company.

In reference to Regulation 36(1)(b) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, a letter providing the web-link of the Annual Report for FY 2025-26 of the Company is being sent to those Shareholders who have not registered their email address.

The Notice of AGM along with the Integrated Annual Report for the financial year 2025-26 is also being made available on the website of the Company at: <https://www.thangamayil.com/>

Kindly take the same on your records.

Thanking You,

Yours Faithfully,

**For Thangamayil Jewellery Limited,**

KRISHNAN  
NARAYANAN

Digitally signed by  
KRISHNAN NARAYANAN  
Date: 2026.07.01 14:48:19  
+05'30'

**CS K. Narayanan**

**Company Secretary**

## NOTICE TO THE SHARE HOLDERS

NOTICE IS HEREBY GIVEN THAT THE 26th ANNUAL GENERAL MEETING OF THE COMPANY WILL BE HELD ON 29th JULY, 2026 AT CHAMBER OF COMMERCE NO: 178-B, KAMARAJAR SALAI, MADURAI-625009 AT 11.30 AM TO TRANSACT THE FOLLOWING BUSINESS:

### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2026 and the Profit and Loss Account made up to that date along with the report of the Directors, Auditors there on.
2. To appoint a Director in place of Smt. Yamuna Vasini Deva Dasi who retires by rotation at the close of the Annual General Meeting and being eligible offers herself for re-appointment.
3. To declare dividend of Rs.18/- per equity share (180%) face value of Rs.10/- Each for the financial year ended 31st March 2026.

### SPECIAL BUSINESS

4. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 188(1)(f) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and subject to such approvals, consents, permissions and sanctions as may be necessary, consent of the members of the Company be and is hereby accorded for revision in remuneration payable to Mr.B. Rajesh Kanna, who is related party within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of SEBI (LODR) Regulations, 2015, holding office or place of profit in the Company as Chief Financial Officer.

RESOLVED FURTHER THAT the remuneration payable to Mr.B. Rajesh Kanna shall be revised from Rs. 3,00,000/- to Rs.8,30,000/- with effect from 1st April,2026.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient for the purpose of giving effect to this resolution.”

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 188(1)(f) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and subject to such approvals, consents, permissions and sanctions as may be necessary, consent of the members of the Company be and is hereby accorded for revision in remuneration payable to Mr.N B Arun, who is related party within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of SEBI (LODR) Regulations, 2015, holding office or place of profit in the Company as Vice President - Operations and People Care.

RESOLVED FURTHER THAT the remuneration payable to Mr.N B Arun, shall be revised from Rs. 2,40,000/- to Rs.3,50,000/- with effect from 1st April,2026.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient for the purpose of giving effect to this resolution.”

6. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 188(1)(f) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and subject to such approvals, consents, permissions and sanctions as may be necessary, consent of the members of the Company be and is hereby accorded for revision in remuneration payable to Mr.R Gokul, who is related party within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of SEBI (LODR) Regulations, 2015, holding office or place of profit in the Company as Vice President - IT, Finance and Secretarial.

RESOLVED FURTHER THAT the remuneration payable to Mr.R Gokul, shall be revised from Rs. 2,75,000/- to Rs.3,50,000/- with effect from 1st April,2026.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient for the purpose of giving effect to this resolution."

7. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 188(1)(f) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and subject to such approvals, consents, permissions and sanctions as may be necessary, consent of the members of the Company be and is hereby accorded for revision in remuneration payable to Mrs.P Shylaja, who is related party within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of SEBI (LODR) Regulations, 2015, holding office or place of profit in the Company as General Manager - Diamond and People Care.

RESOLVED FURTHER THAT the remuneration payable to Mrs. P Shylaja shall be revised from Rs. 2,25,000/- to Rs.6,20,000/- with effect from 1st April,2026.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient for the purpose of giving effect to this resolution."

8. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sec.73 and 76 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014 and all other applicable provisions if any, as recommended by the Board of directors of the Company and subject to other approvals and sanctions under the Companies Act, 2013, consent of the Shareholders of the Company be and is hereby accorded to the Company to invite accept and renew deposits from the Public and Shareholders of the Company for the current Financial year 2026-27 until the next Annual General Meeting up to a sum of

Rs.49,560 Lakhs, (from the Public Rs. 35,400 Lakhs and from the Shareholders of the Company Rs.14,160 Lakhs) which will be within the limits prescribed under rule 3 of the Companies (Acceptance of Deposits) Rules, 2014 on the basis of audited accounts for the year ended 31.03.2026.

RESOLVED FURTHER THAT the Company do hereby comply with all the formalities as per the Companies (Acceptance of Deposits) Rules, 2014 and under the Companies Act, 2013 with regard to acceptance of deposits from the Public and Shareholders."

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do any such act or deeds in connection with acceptance of deposits and as empowered by the Board of Directors with regard to the same under the Companies Act, 2013 and Companies (Acceptance of Deposits) Rules, 2014."

By Order of the Board of Directors  
for **Thangamayil Jewellery Limited**

Place: Madurai

CS. K Narayanan

Date: 15.05.2026

Company Secretary

#### Notes:

The Explanatory statement setting out the material facts pursuant to section 102 of the Companies Act, 2013 ("the Act") concerning the special business in the notice is annexed here to and forms part of this notice. The profile of the Directors seeking appointment/ reappointment, as required in terms of Regulation 27 of SEBI (LODR) Regulation 2015 is annexed.

A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself, and such proxy need not be a member of the company. The proxies in order to be valid, must be duly stamped, executed and received at the Registered Office of the company not less than 48 hours before the commencement of the meeting.

1. Members are requested to bring their copies of the Annual Report for the meeting.
2. Members are requested to immediately notify any change of address / Bank mandate, etc.,
  - I. To the Depository participants (DPs) in respect of their shareholding in demat form.
  - II. To the Registrar and share transfer agents M/s. MUFG Link Intime India Private Limited, Surya, 35, Mayflower avenue, behind senthil nagar, Souripalayam Road, Coimbatore. Tel: 0422 - 4958995 / 0422-2539835 / 836.

3. The register of members and share transfer books of the company will remain closed from 23rd July 2026 to 29th July 2026. (Both days inclusive) as per the requirements of the listing agreement.
4. The company has a designated e-mail id for investor grievances. All the share holders are requested to mail their grievance to [companysecretary@thangamayil.com](mailto:companysecretary@thangamayil.com)
5. Members are requested to quote their folio / Demat ID numbers in their correspondence always.
6. Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars cannot Act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the depository participants of the members. Members holding shares in physical form and desirous of either registering bank particulars or changing bank particulars already registered against their respective folios for payment of dividend are requested to write to the Company/Registrars.
7. The Securities and Exchange Board of India (SEBI) has mandated the submission of permanent account number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/Registrar. Electronic copy of the annual report for 2025-26 is being sent to all the members whose E-mail IDs are registered with the depository participants for communication purposes unless any member has requested for a hard copy of the same. Further in accordance with the amended regulation 36 (1) (b) of SEBI (LODR) 2015, a letter providing the weblink, including the exact path, where complete details of Annual Report 25 -26 is being sent to those members who have not registered their e-mail address with the company. For members who have not registered the E-mail address physical copies of the annual report for 2025-26 is being sent in the permitted mode.

Voting through electronic means:

In Compliance with provisions of Section 108 of the Companies Act, 2013 and rule 20 of the Companies (management and administration) rules, 2014 the Company is pleased to provide members facility to exercise their right to vote at the 26th Annual General Meeting (AGM) by electronic means and the business may be transacted through E-Voting services provided by Central Depository Services (India) Ltd (CDSL)\*\*:

\*\* Members who have not exercised their vote through remote e-voting may vote at the AGM by means of ballot paper. A member who has voted through remote e-voting shall not be entitled to vote again at the meeting.

#### THE INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- i) The voting period begins on 26th July 2026 at 10:00 AM and ends on 28th July 2026 at 05:00PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22nd July 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) 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.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<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 to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</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 or joining virtual meeting &amp; voting during the meeting. 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 cdsi 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 with NSDL Depository	<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 and you will be re-directed to e-Voting service provider 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/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.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.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 “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 and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	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.

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 NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL Depository	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 1800 225533.
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.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.
- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - 2) Click on “Shareholders” module.
  - 3) Now enter your User ID

- a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4. Next enter the Image Verification as displayed and Click on Login.
  5. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
  6. If you are a first-time user follow the steps given below:

**For Physical shareholders and other than individual shareholders holding shares in Demat.**

PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</p>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <p>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</p>

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk. [evoting@cdslindia.com](mailto:evoting@cdslindia.com).

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; CompanySecretary@thangamayil.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhaar Card) by email to Company - [companysecretary@thangamayil.com](mailto:companysecretary@thangamayil.com) / RTA email id – [coimbatore@linkintime.co.in](mailto:coimbatore@linkintime.co.in)
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk. [evoting@cdslindia.com](mailto:evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 22 55 33

Mr.S.Muthuraju ACS, Practicing Company Secretary (CP.No.4181) has been appointed as Scrutinizer to scrutinize voting process in a fair and transparent manner.

- (A) The Scrutinizer shall, immediately after the conclusion of voting at the Annual General Meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and make not later than two days of conclusion of the meeting a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman, not later than two days of conclusion of the meeting.
- (B) The result shall be declared after the AGM of the Company and after submission of the report by the scrutinizer. The results declared along with the scrutinizers report shall be available for inspection and also placed on the website of the Company with in prescribed period.
- (C) The notice of the Annual General Meeting and this communication are also available on the website of the Company [www.thangamayil.com](http://www.thangamayil.com).

By Order of the Board of Directors  
For **Thangamayil Jewellery Limited**

**CS.K.Narayanan**

Company Secretary

Place: Madurai

Date: 15.05.2026

## Annexure of the notice

Details of Directors seeking appointment / re-appointment at the Annual General Meeting (In pursuance of Regulations 17 of SEBI (LODR) 2015)

Name of the Director	Smt.Yamuna Vasini Deva Dasi
Date of Birth	10.02.1957
Nationality	Indian
Date of appointment on the Board	04.02.2015
Qualification	SSLC
Experience in functional areas	
Number of Shares held in the company	70,029
List of Directorships held in other Companies	Balusamy Silvears Jewellery Private Limited
Chairman/Member in the Committees of the Boards of Companies in which he is a Director.	-

Directorship / Committee members exclude Directorships in private / foreign companies and companies incorporated under section 8 of the companies act, 2013

By Order of the Board of Directors  
For Thangamayil Jewellery Limited

Place: Madurai

Date: 15th May, 2026

CS.K Narayanan  
Company Secretary

## EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESS PURSUANT TO SEC.102 OF THE COMPANIES ACT, 2013

### ITEM NO.4

The Company proposes to revise the remuneration payable from Rs.3,00,000/- to Rs.8,30,000/- to Mr.B Rajesh Kanna, who is related party within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI (LODR) Regulations, 2015.

Mr.B Rajesh Kanna is presently holding the position of Chief Financial Officer in the Company and has been entrusted with substantial managerial and operational responsibilities.

Considering the experience, qualification, increased scope of responsibilities and industry remuneration standards, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee and approval of the Audit Committee, has approved revision in remuneration payable to him/her.

The particulars of the transaction pursuant to the Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and SEBI (LODR) Regulations are as under:

Particulars	Details
Name of Related Party	Mr.B Rajesh Kanna
Name of Director/KMP related	Mr. Balarama Govinda Das, Mr. Ba. Ramesh, Mr. N B Kumar, Mrs. Yamuna Vasini Deva Dasi.
Nature of Relationship	Son
Nature of Transaction	Revision in remuneration under Sec 188 of Companies Act,2013
Material Terms	Revision in remuneration from Rs.3,00,000/- to Rs.8,30,000/-
Monetary Value	Rs.99,60,000/-per annum
Period	From 01st April,2026
Justification	Based on experience, responsibilities and industry standards
Whether transaction is material RPT	No

Except Mr. Balarama Govinda Das, Mr. Ba. Ramesh, Mr. N B Kumar, Mrs. Yamuna Vasini Deva Dasi and their relatives, none of the Directors, Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the resolution for approval of the members.

### ITEM No 5

The Company proposes to revise the remuneration payable from Rs.2,40,000/- to Rs.3,50,000/- to Mr.N B Arun, who is related party within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI (LODR) Regulations, 2015.

Mr.N B Arun, is presently holding the position of Vice President - Operations and People Care in the Company and has been entrusted with substantial managerial and operational responsibilities.

Considering the experience, qualification, increased scope of responsibilities and industry remuneration standards, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee and approval of the Audit Committee, has approved revision in remuneration payable to him/her.

The particulars of the transaction pursuant to the Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and SEBI (LODR) Regulations are as under:

Particulars	Details
Name of Related Party	Mr.N B Arun
Name of Director/KMP related	Mr. Balarama Govinda Das, Mr. Ba. Ramesh, Mr. N B Kumar, Mrs. Yamuna Vasini Deva Dasi.
Nature of Relationship	Son
Nature of Transaction	Revision in remuneration under Sec 188 of Companies Act,2013
Material Terms	Revision in remuneration from Rs.2,40,000/- to Rs.3,50,000/-
Monetary Value	Rs.42,00,000/-per annum
Period	From 01st April,2026
Justification	Based on experience, responsibilities and industry standards
Whether transaction is material RPT	No

Except Mr. Balarama Govinda Das, Mr. Ba. Ramesh, Mr. N B Kumar, Mrs. Yamuna Vasini Deva Dasi and their relatives,

none of the Directors, Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the resolution for approval of the members.

#### ITEM NO.6

The Company proposes to revise the remuneration payable from Rs.2,75,000/- to Rs.3,50,000/- to Mr.R Gokul, who is related party within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI (LODR) Regulations, 2015.

Mr.R Gokul, is presently holding the position of Vice President - IT, Finance and Secretarial in the Company and has been entrusted with substantial managerial and operational responsibilities.

Considering the experience, qualification, increased scope of responsibilities and industry remuneration standards, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee and approval of the Audit Committee, has approved revision in remuneration payable to him/her.

The particulars of the transaction pursuant to the Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and SEBI (LODR) Regulations are as under:

Particulars	Details
Name of Related Party Mr.R Gokul	Mr.R Gokul
Name of Director/KMP related	Mr. Ba. Ramesh, Mr. Balarama Govinda Das, Mr. N B Kumar.
Nature of Relationship	Son
Nature of Transaction	Revision in remuneration under Sec 188 of Companies Act,2013
Material Terms	Revision in remuneration from Rs.2,75,000/- to Rs.3,50,000/-
Monetary Value	Rs.42,00,000/-per annum
Period	From 01st April,2026
Justification	Based on experience, responsibilities and industry standards
Whether transaction is material RPT	No

Except Mr. Balarama Govinda Das, Mr. Ba. Ramesh, Mr. N B Kumar, and their relatives, none of the Directors, Key Managerial Personnel or their relatives are concerned

or interested, financially or otherwise, in the proposed resolution.

The Board recommends the resolution for approval of the members.

#### ITEM NO.7

The Company proposes to revise the remuneration payable from Rs.2,25,000/- to Rs.6,20,000/- to Mrs.P Shylaja, who is related party within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI (LODR) Regulations, 2015.

Mrs.P Shylaja, is presently holding the position of General Manager - Diamond and People Care in the Company and has been entrusted with substantial managerial and operational responsibilities.

Considering the experience, qualification, increased scope of responsibilities and industry remuneration standards, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee and approval of the Audit Committee, has approved revision in remuneration payable to him/her.

The particulars of the transaction pursuant to the Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and SEBI (LODR) Regulations are as under:

Particulars	Details
Name of Related Party Mr.R Gokul	Mrs.P Shylaja
Name of Director/KMP related	Mr. Balarama Govinda Das, Mrs. Yamuna Vasini Deva Dasi.
Nature of Relationship	Daughter in law
Nature of Transaction	Revision in remuneration under Sec 188 of Companies Act,2013
Material Terms	Revision in remuneration from Rs.2,25,000/- to Rs.6,20,000/-
Monetary Value	Rs.74,40,000/-per annum
Period	From 01st April,2026
Justification	Based on experience, responsibilities and industry standards
Whether transaction is material RPT	No

Except Mr. Balarama Govinda Das & Mrs. Yamuna Vasini Deva Dasi and their relatives, none of the Directors, Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the resolution for approval of the members. Accordingly the said resolution duly recommended by the Board is placed before the Annual General Meeting for your approval.

#### ITEM NO.8

The Company has been accepting deposits from the Public and Members in compliance with the provisions of Sections 73 and 76 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014, as amended from time to time.

In order to meet the funding requirements of the Company for its business operations and working capital requirements, the Board of Directors at its meeting held on 15th May, 2026, subject to the approval of the Members, approved the proposal for inviting, accepting and renewing deposits from the Public and Members of the Company during the Financial Year 2026-27 up to an aggregate amount of Rs.49,560 Lakhs, comprising of Public Deposits up to Rs.35,400 Lakhs and Deposits from Members up to Rs. 14,160 Lakhs.

The proposed acceptance/renewal of deposits shall be within the limits prescribed under Rule 3 of the Companies (Acceptance of Deposits) Rules, 2014, based on the audited financial statements of the Company for the financial year ended March 31, 2026. The Company shall comply with all applicable provisions of the Companies Act, 2013 and the Rules made thereunder in relation to acceptance and renewal of deposits, including maintenance of deposit repayment reserve, deposit insurance, issuance of circular/ advertisement and filing of requisite returns, wherever applicable.

The approval of the Members is sought by way of an Ordinary Resolution pursuant to Sections 73 and 76 of the Companies Act, 2013 and the Rules framed thereunder.

None of the Directors, Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, in the proposed resolution except to the extent of deposits, if any, that may be placed by them with the Company in accordance with the applicable provisions of law.

By Order of the Board of Directors  
For **Thangamayil Jewellery Limited**

Place: Madurai

**CS.K. NARAYANAN**

Date: 15th May, 2026

Company Secretary