

Date:22.06.2026

To,
The Secretary,
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor Plot No- 'C' Block, G Block
Bandra-Kurla Complex,
Bandra (E), Mumbai-400051

SYMBOL: TARACHAND

Subject: Notice of the 14th Annual General Meeting (“AGM”) and Annual Report for FY2025-26 of the Company as required under Regulation 30 and Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Dear Sir/ Madam,

Pursuant to Regulation 30 read with Para A, Part A of Schedule III and Regulation 34(1) of Listing Regulations, enclosed herewith is the Notice of 14th AGM to be held on Thursday, 16th July, 2026 at 11:30 A.M. (IST) through Video Conference (VC)/ Other Audio Visual Means (OAVM) along with Annual Report for FY 2025-26 of the Company. The said Notice forms part of the Annual Report 2025-26.

The said Annual Report 2025-26 is being sent to all Members at their respective e-mail IDs or addresses registered with the Company/ Registrar and Transfer Agent/ Depositories.

The e-voting details are mentioned below:

Cut-off Date (for determining Members eligible for e-voting)	Thursday, 9 th July 2026
Remote e-voting period	From: Monday, 13th July 2026 (9:00 am IST) Upto: Wednesday, 15 th July 2026 (5:00 pm IST)

The aforesaid Notice and the Annual Report are also available on the website of the Company at:

https://tarachandindia.in/wp-content/uploads/2026/06/TARACHAND_ANNUAL-REPORT2025-2026-9.pdf

Kindly take above information on record.

Thanking you,

Yours faithfully,
For Tarachand Infrologistic Solutions Limited

Shefali Singhal
Company Secretary & Compliance Officer
M. No.: A34314
Encl: As above

Notice

NOTICE IS HEREBY GIVEN THAT THE 14TH ANNUAL GENERAL MEETING OF THE MEMBERS OF TARA CHAND INFROLOGISTIC SOLUTIONS LIMITED WILL BE HELD ON THURSDAY, JULY 16, 2026, AT 11.30 A.M. (IST) THROUGH VIDEO CONFERENCING ('VC')/ OTHER AUDIO-VISUAL MEANS ('OAVM') TO TRANSACT THE BUSINESS AS MENTIONED BELOW. THE PROCEEDINGS OF THE ANNUAL GENERAL MEETING SHALL BE DEEMED TO BE CONDUCTED AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 342 INDUSTRIAL AREA, PHASE I, CHANDIGARH – 160002 WHICH SHALL BE THE DEEMED VENUE OF THE ANNUAL GENERAL MEETING.

ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Standalone Financial Statements of the Company comprising of the Profit and Loss and Cash Flow Statement of the Company for the financial year ended 31st March, 2026 and the Balance Sheet as at 31st March, 2026 and the Reports of the Board of Directors and the Auditors thereon and, in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:**

"RESOLVED THAT the audited standalone financial statements of the Company for the financial year ended 31st March 2026 together with the reports of the Board of Directors and Auditors thereon, be and are hereby approved and adopted."

- To receive, consider and adopt the Audited Consolidated Financial Statements of the Company comprising of the Profit and Loss and Cash Flow Statement of the Company for the financial year ended 31st March, 2026 and the Balance Sheet as at 31st March, 2026 together with the Auditors Report thereon and, in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:**

"RESOLVED THAT the audited consolidated financial statements of the Company for the financial year ended 31st March 2026 together with the reports of Auditors thereon, be and are hereby approved and adopted."

- To declare dividend on Equity Shares of the Company for the financial year ended on March 31, 2026, and in this regard to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:**

"RESOLVED THAT payment of final dividend of ₹ 0.20/- (Twenty Paise only) per equity share of the face value of ₹ 2/- each, as recommended by the Board of directors, for the financial year ended 31st March 2026 be and is hereby declared and paid to those members whose names stand on the

Register of Members and Register of Beneficial Owners of the Company on record date 9th July 2026.

- To re-appoint Mr. Himanshu Aggarwal (DIN: 01806026) as a Whole Time Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.**
- To consider and recommend the appointment of M/S Jain Jagawat Kamdar & Co., Chartered Accountants as the Statutory Auditors of the company for a term of five (5) consecutive years.**

"RESOLVED THAT pursuant to the provisions of Sections 139(1), 139(8), 142 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors of the Company, M/s. Jain Jagawat Kamdar & Co., Chartered Accountants (FRN: 122530W & Peer Review No.:021139), be and are hereby appointed as the Statutory Auditors of the Company to fill the casual vacancy caused due to the resignation of M/s. Sangeet Kumar & Associates, Chartered Accountants, and to hold office from the conclusion of the 14th Annual General Meeting until the conclusion of the 19th Annual General Meeting of the Company to be held in the year 2031, at such remuneration, in addition to applicable taxes and reimbursement of out-of-pocket expenses, as provided in the explanatory statement which would be mutually agreed upon between the Board of Directors of the Company and the Statutory Auditors.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things, and to take all such steps as may be deemed necessary, proper or expedient to give effect to this Resolution."

SPECIAL BUSINESS:**6. Re-Appointment of Mr. Himanshu Aggarwal (DIN: 01806026) as a Whole Time Director of the Company for a period of 3 Years w.e.f. August 10, 2026 to August 9, 2029.**

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

“RESOLVED THAT pursuant to the provisions of sections 196, 197, 198, 203 and any other applicable provisions of the Companies Act, 2013 (‘the Act’) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other rules made there under (including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force), read with Schedule V of the Act and subject to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the applicable provisions of the Articles of Association of the Company, and such other approvals, permissions and sanctions, if any as may be required, and subject to such conditions and modifications, as may be prescribed or imposed by any of the authorities while granting such approvals, permissions and sanctions, and based on the recommendation of the Audit Committee, the Nomination and Remuneration Committee and

the Board, the approval of the Shareholders be and is hereby accorded for re-appointment of Mr. Himanshu Aggarwal (DIN: 01806026) as the Whole Time Director of the Company for a period of 3 years with effect from August 10, 2026 to August 9, 2029, liable to retire by rotation, at a consolidated remuneration not exceeding Rs. 1,00,00,000/- (Rs. One Crore Only) per annum.

RESOLVED FURTHER THAT where in any financial year during the currency of the tenure of the Whole Time Director of the Company, the Company has no profits or its profits are inadequate, the Company may pay to the Managing Director and CFO, the above remuneration as the minimum remuneration in accordance with Schedule V of the Act for a period not exceeding three years from the date of approval by way of consolidated remuneration as specified in the explanatory statement annexed hereto, as may be approved by the board of directors without further approval of shareholders of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this resolution) to vary, revise, the terms and conditions including remuneration (which shall not exceed the limit as mentioned above) and as set out in the Explanatory Statement annexed to the Notice.



RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (including the Nomination and Remuneration Committee) be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem necessary, proper or desirable and to settle any questions, difficulties or doubts that may arise in this regard and to sign and further to execute all the necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient.”

7. Re-Appointment of Ms. Anju Mohanty (DIN: 10681207) as an Independent Director of the Company for a period of 2 Years w.e.f. June 25, 2027 to June 24, 2029.

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, and other applicable provisions, if any, of the Companies Act 2013 read with Schedule IV to the Companies Act, 2013 (‘the Act’) and the Company (Appointment and Qualification of Directors) rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof for the time being in force) and who has submitted a declaration that she continues to meet the criteria of Independence as provided under the Act and the Listing Regulations and in respect of whom, the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose her as a candidate for the office of a Director of the Company, Ms. Anju Mohanty (DIN: 10681207), be

and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a period of two (2) consecutive years with effect from June 25, 2027 to June 24, 2029.

RESOLVED FURTHER THAT where in any financial year during the currency of the tenure of Ms. Anju as an independent director of the Company, the Company has no profits or its profits are inadequate, the Company may pay to the said Independent director, the above remuneration as the minimum remuneration in accordance with Schedule V of the Act for a period not exceeding three years from the date of approval as specified in the explanatory statement annexed hereto, as may be approved by the board of directors without further approval of shareholders of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this resolution) to vary, revise, the terms and conditions including remuneration (which shall not exceed the limit as mentioned above) and as set out in the Explanatory Statement annexed to the Notice.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute all documents and filing of requisites forms that may be required on behalf of the Company, and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect this resolution.”

**On behalf of the Board of Directors
Tara Chand InfraLogistic Solutions Limited**

Sd/-

Shefali Singh
Company Secretary & Compliance Officer

M. No.: A34314

Add: C/O: 342 Industrial Area, Phase I,
Chandigarh – 160002

Date: **11.06.2026**

Place: **Navi Mumbai**

Notes

1. Pursuant to the General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ("**MCA**") read together with previous circulars issued by the MCA in this regard (hereinafter collectively referred to as "**MCA Circulars**") and the relaxations provided vide Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated July 11, 2023 updated latest as on January 30, 2026 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by the Securities and Exchange Board of India ("**SEBI**") (hereinafter collectively referred to as "**SEBI Circulars**") Companies are allowed to hold Annual General Meeting ("**AGM**") through Video Conferencing ("**VC**") or Other Audio- Visual Means ("**OAVM**"), without the physical presence of Members at a common venue till further order. Hence, in compliance with the MCA Circulars and SEBI Circulars and provisions of the Companies Act, 2013 (the "Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), the 14th AGM of the Company is being held through VC/OAVM and the members can attend and participate in the ensuing AGM through VC/ OAVM.
2. The deemed venue for the 14th AGM of the Company shall be the registered office of the Company.
3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Businesses to be transacted at the meeting, is annexed herewith and forms part of this Notice.
4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of Listing Regulations, as may be amended, and MCA Circulars, the Company is providing the facility of remote e-voting to its Members in respect of the business to be transacted at the 14th AGM. For this purpose, the Company has entered into an agreement with MUFG Intime India Pvt. Ltd. ("MUFG IIPL") for facilitating voting through electronic means, as the authorized e-voting agency. The facility of casting votes by a member using remote e-voting, participation in the AGM through VC/OAVM, and the e-voting system on the date of the 14th AGM will be provided by MUFG IIPL.
5. For the convenience of the members and proper conduct of the AGM, Members can login and join the AGM in the VC/OAVM mode at least 15 (fifteen) minutes before the time scheduled for the commencement of the Meeting by following the procedure mentioned below. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on a first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
7. Pursuant to MCA Circular No.14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, and Circular No. 02/2022 dated May 5, 2022, General Circular No. 10/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023, General Circular No 09/2024 dated September 19, 2024 and General Circular No. 03/2025 dated September 22, 2025 respectively, as the AGM shall be conducted through VC/OAVM, the facility for appointment of proxy by the members to attend and cast vote for the members is not available for this AGM and hence the proxy form and attendance slip including route map are not annexed to the Notice. However, in pursuance of Section 113 of the Companies Act, 2013, the Body Corporate member/ institutional members are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate and cast their votes through e-voting. Accordingly, Institutional / Corporate Members are requested to send a scanned copy (PDF / JPEG format) of the Board Resolution authorizing its representatives to attend and vote at the AGM, pursuant to Section 113 of the Act, at cs@tarachandindia.in.

8. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated 13 April, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.tarachandindia.in. The Notice can also be accessed from the websites of the Stock Exchange i.e. National Stock Exchange of India Limited at <http://www.nseindia.com> respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
9. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 and as per applicable MCA circulars.
10. A person who is not a member as on the cut-off date should treat this notice for information purpose only.
11. As the AGM is being conducted through VC/OAVM, for the smooth conduct of proceedings of the AGM, Members who would like to express their views during the AGM may register themselves as a speaker by sending their request from their registered e-mail address/ send their queries in advance, mentioning their name, demat account number / folio number, email id, mobile number at cs@tarachandindia.in. Questions / queries/ registration requests received by the Company from Thursday, July 9, 2026 to Wednesday, July 15, 2026, shall only be considered and responded during the AGM and those Members who have registered themselves as a speaker will only be allowed to express their views / ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
12. In compliance with the provisions of regulation 36(1)(b), a letter providing the web-link, including the exact path, where complete details of Annual Report is available is sent to shareholders who have not registered their e-mail addresses with the Company or with the Depository.
13. Members who would have cast their votes by remote e-Voting may attend the Meeting, but shall neither be allowed to change it subsequently nor cast votes again during the Meeting.
14. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of this Meeting i.e. Thursday, July 16, 2026.
15. Necessary information of the Director seeking appointment at the AGM as required under Regulation 36(3) of the Listing Regulations and the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) forms part of this notice.
16. In terms of the SEBI Listing Regulations, securities of listed companies can only be transferred in dematerialized form with effect from April 01, 2020. In view of the above, Members are advised to dematerialize shares held by them in physical form.
17. Members holding the shares in physical form are requested to notify immediately of any update/ change of address and/or details of PAN and Bank account to M/s. MUFG Intime India Pvt. Ltd., the Registrar and Share Transfer Agent of the Company. In case shares are held in dematerialized form, the information regarding change/update of address, details of bank, and PAN should be given to their respective Depository Participant.

In the case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
18. Shareholders can avail the facility of nomination in respect of shares held by them in physical form, pursuant to the provisions of Section 72 of the Companies Act, 2013 read with the Rules framed thereunder. Members desiring to avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to M/s. MUFG Intime India Pvt. Ltd. Members holding in electronic form may contact their respective Depository Participants for availing this facility.
19. 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 the dematerialized form are, therefore, requested to submit their PAN to the Depository Participant(s) with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to M/s. MUFG Intime India Pvt. Ltd.
20. SEBI has mandated securities of listed companies can be transferred only in dematerialized form from April 01, 2020, except in case of transmission and transposition of securities. In view of the same and to avail various benefits of dematerialization, Shareholders are advised to dematerialize shares held by them in physical form and for ease in portfolio management. Shareholders can contact the Company or M/s. MUFG Intime India Pvt. Ltd., for assistance in this regard. Shareholders holding shares in more than one folio in the same name(s) are requested to send the details of their folios along with share certificates so as to enable the Company to consolidate their holding into one folio.

21. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., -
- For shares held in electronic form: to their Depository Participants (DPs)
 - For shares held in physical form: to our RTA i.e. MUFG Intime India Private Limited.
22. The Board of Directors have appointed Mr. Shashank Ghaisas (Membership No. FCS F11782) Partner of M/s. AVS & Associates, Practicing Company Secretaries as the Scrutinizer to scrutinize the votes cast through the e-voting system at the meeting and remote e-voting process in a fair and transparent manner.
23. The Scrutinizer shall after, the conclusion of e-voting at the Annual General Meeting, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses, not in the employment of the Company. The scrutinizer shall submit the consolidated scrutinizer's report, not later than two working days of conclusion of the Meeting, to the Chairman or any other person authorized by the Board. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company i.e. www.tarachandindia.in, on website of M/s. MUFG Intime India Private Limited and also be displayed on the Notice board of the Company at its registered office and on the website of NSDL viz., www.evoting.nsdl.com immediately after the results are declared. The results shall
- simultaneously be communicated to the Stock Exchanges.
24. The Members, whose names appear in the Register of Members/list of Beneficial Owners as of 9th July 2026 ("Cut-off date"), are entitled to avail of the facility of remote e-voting as well as e-voting system as on the date of the AGM. Any recipient of the Notice, who has no voting rights as of the Cut-off date, shall treat this Notice as intimation only.
25. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the 14th AGM and prior to the Cut-off date i.e. 9th July 2026, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the AGM by following the procedure mentioned below.
26. The remote e-voting period will commence at 9.00 a.m. (IST) on Monday, July 13, 2026 and will end at 5.00 p.m. (IST) on Wednesday, July 15, 2026. In addition, the Members attending the 14th AGM who have not cast their vote by remote e-voting shall be eligible for e-voting at the 14th AGM. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.
27. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act 2013, the Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Companies Act 2013, and all other documents referred to in the Annual Report, will be available in electronic mode. Members can inspect the same by sending



an email to cs@tarachandindia.in.

28. In compliance with the Circulars, Notice of the AGM along with the Annual Report for the financial year 2025-26 is being sent only through electronic mode to those members whose email addresses are registered with the Company/ Depository Participants ("DPs"). In case any Member is desirous of obtaining physical copy of the Annual Report for the financial year 2025-26, he/ she/they may send a request to the Company by writing at cs@tarachandindia.in or MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited). Company's Registrar and Share Transfer Agent ("RTA") at rnt.helpdesk@in.mpms.mufg.com mentioning their DP ID and Client ID/folio no. Members may note that the Notice and the Annual Report for the financial year 2025-26 will also be available on the Company's website at www.tarachandindia.in website of the Stock Exchanges on which the equity shares of the Company are listed i.e., National Stock Exchange of India Limited at www.nseindia.com.
29. The recorded transcript of the proceedings of the AGM shall be available on the Company's website at www.tarachandindia.in.

Instructions for members for remote e-voting and joining General Meeting are as under: -

As per the SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

The remote e-voting period begins on Monday, July 13, 2026 and will end at 5.00 p.m. (IST) on Wednesday, July 15, 2026. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Thursday, 9th July 2026 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

HOW DO I VOTE ELECTRONICALLY USING NSDL E-VOTING SYSTEM?

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

Step 1: Access to NSDL e-Voting system

A. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 on e-Voting facility provided by Listed Companies, Individual

shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

1. For OTP based login you can click <https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/ mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
2. Existing IDeAS user can visit the e-Services website of NSDL Viz. <https://eservices.nsd.com> either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
3. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com>. Select "Register Online for IDeAS Portal" or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>.
4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> 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 i.e. NSDL and

you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

Individual Shareholders holding securities in demat mode with CDSL:

1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.
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 & 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.
3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.

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 www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & 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.

Individual Shareholders (holding securities in demat mode) login through their depository participants:

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B. Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer

or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://>

eservices.nSDL.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting

and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID
For Members who hold shares in demat account with CDSL.	For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
For Members holding shares in Physical Form.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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

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

password:

- a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nSDL.com.
 - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nSDL.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nSDL.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 8. Now, you will have to click on "Login" button.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period

and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@tarachandindia.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@tarachandindia.in. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated 09 December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM however; they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@tarachandindia.in. The same will be replied by the company suitably.

Individual Shareholders holding securities in demat mode with NSDL:

METHOD 1 - NSDL OTP based login

- a) Visit URL: <https://eservices.nSDL.com/SecureWeb/evoting/evotinglogin.jsp>
- b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
- c) Enter the OTP received on your registered email ID/ mobile number and click on login.
- d) Post successful authentication, you will be redirected to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - If registered with NSDL IDeAS facility

Users who have registered for NSDL IDeAS facility:

- a) Visit URL: <https://eservices.nSDL.com> and click on "Beneficial Owner" icon under "IDeAS Login Section".
- b) Enter IDeAS User ID, Password, Verification code & click on "Log-in".
- c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.
- d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

User not registered for IDeAS facility:

- a) To register, visit URL: <https://eservices.nSDL.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp>
- b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
- c) Enter the last 4 digits of your bank account / generate 'OTP'
- d) Post successful registration, user will be provided with Login ID and password.
- e) Follow steps given above in points (a-d).

METHOD 3 - By directly visiting the e-voting website of NSDL:

- a) Visit URL: <https://www.evoting.nSDL.com>

- b) Click on the "Login" tab available under 'Shareholder/Member' section.
- c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on "Login".
- d) Post successful authentication, you will be redirected to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL:

METHOD 1 - CDSL e-voting page

- a) Visit URL: <https://www.cdslindia.com>.
- b) Go to e-voting tab.
- c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - From Easi/Easiest

Shareholders registered for Easi/ Easiest facility:

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or Visit URL: www.cdslindia.com, click on "Login" and select "My Easi New (Token)".
- b) Enter existing username, Password & click on "Login".
- c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Home/EasiRegistration>.
- b) Proceed with updating the required fields for registration.

- c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant:

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.

- Login to DP website
- After Successful login, members shall navigate through “e-voting” tab under Stocks option.
- Click on e-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting menu.
- After successful authentication, click on “Link InTime/ MUFG InTime” or “e-voting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for InstaVote as under:

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility:

- Visit URL: <https://instavote.linkintime.co.in> & click on “Login” under ‘SHARE HOLDER’ tab.
- Enter details as under:
 - User ID: Enter User ID
 - Password: Enter existing Password
 - Enter Image Verification (CAPTCHA) Code
 - Click “Submit”.

(Home page of e-voting will open. Follow the process given under “Steps to cast vote for Resolutions”)

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g. IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No. + Folio no., registered with the Company.

Shareholders not registered for INSTAVOTE facility:

- Visit URL: <https://instavote.linkintime.co.in> & click on “Sign Up” under ‘SHARE HOLDER’ tab & register with details as under:

- User ID: Enter User ID
- PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g. IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No. + Folio no., registered with the Company.

- DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
- Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - Shareholders, holding shares in NSDL form, shall provide ‘point 4’ above.
 - Shareholders, holding shares in CDSL form, shall provide ‘point 3’ or ‘point 4’ above.
 - Shareholders, holding shares in physical form but have not recorded ‘point 3’ and ‘point 4’, shall provide their Folio number in ‘point 4’ above
- Set the password of your choice.
(The password should contain minimum 8 characters, at least one special Character (!#\$%*), at least one numeral, at least one alphabet and at least one capital letter).
- Enter Image Verification (CAPTCHA) Code.
- Click “Submit” (You have now registered on InstaVote).

Post successful registration, click on “Login” under ‘SHARE HOLDER’ tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

- Post successful authentication and redirection to InstaVote inbox page, you will be able to see the “Notification for e-voting”.
- Select ‘View’ icon. E-voting page will appear.
- Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
- After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- A confirmation box will be displayed. If you wish

to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufig.com and the company at registered email address.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 - Custodian / Corporate Body/ Mutual Fund Registration

- A. Visit URL: <https://instavote.linkintime.co.in>
- B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"
- C. Fill up your entity details and submit the form.
- D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 - Investor Mapping

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- B. Click on "Investor Mapping" tab under the Menu section
- C. Map the Investor with the following details:
 - 1) 'Investor ID' - Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
 - 2) 'Investor's Name - Enter Investor's Name as updated with DP.
 - 3) 'Investor PAN' - Enter your 10-digit PAN.

- 4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be - DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

- D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report section".

STEP 3 - Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on "Votes Entry" tab under the Menu section.
- c) Enter the "Event No." for which you want to cast vote. Event No. can be viewed on the home page of InstaVote under "On-going Events".



- d) Enter "16-digit Demat Account No."
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.
- f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will see "Notification for e-voting".
- c) Select "View" icon for "Company's Name / Event number".

- d) E-voting page will appear.
- e) Download sample vote file from "Download Sample Vote File" tab.
- f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.
- g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

NOTE: Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

Individual Shareholders holding securities in demat mode:

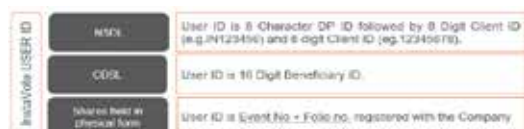
Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending request at evoting@nsdl.co.in or call at: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>



- Click on "Login" under 'SHARE HOLDER' tab.
- Further Click on "forgot password?"
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).

- Click on "SUBMIT".

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Further Click on "forgot password?"
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%), at least one numeral,*

at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Login method for shareholders to attend the General Meeting through InstaMeet:

- b) Visit URL: <https://instameet.in.mpms.mufig.com> & click on "Login".
- c) Select the "Company Name" and register with your following details:
- d) Select Check Box - Demat Account No. / Folio No. / PAN
 - Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.
 - Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the company.
 - Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
 - Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
 - Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Email Id with the DP shall enter the Email Id.

- e) Click "Go to Meeting".

You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for shareholders to Speak during the General Meeting through InstaMeet:

- a) Shareholders who would like to speak during the meeting must register their request with the company at company's registered email address.
- b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.
- c) Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.
- d) Other shareholder who has not registered as "Speaker Shareholder" may still ask questions to the panellist via active chat-board during the meeting.

**Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.*

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

- a) On the Shareholders VC page, click on link "Cast your vote".
- b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet.
- c) Click on 'Submit'.
- d) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
- e) Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
- f) After selecting the appropriate option i.e. Favour/ Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote. Once you confirm your vote on the resolution, you will

not be allowed to modify or change your vote subsequently.

Note:

Shareholders/ Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through

broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/ Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000 / 4918 6175.



EXPLANATORY STATEMENT IN RESPECT OF ORDINARY BUSINESS (POINT NO. 5) & SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("THE ACT") SETTING OUT ALL MATERIAL FACTS:

ITEM NO. 5

M/s. Sangeet Kumar & Associates, Chartered Accountants (Firm Registration No. 011954N), Statutory Auditors of the Company, were appointed as statutory auditors for a period of 5 years from 5th Annual General Meeting held in 2017 till the conclusion of 10th AGM to be held in Financial Year 2022 and the reappointed for Five Years from 10th AGM held in Financial Year 2022 till the conclusion of 15th AGM to be held in Financial Year 2027 to conduct the statutory audit of the records of the Company .

However, M/s Sangeet Kumar & Associates has tendered their resignation vide letter dated May 14, 2026 due to their Pre-occupation in other assignments resulting in a casual vacancy in the office of Statutory Auditors of the Company effective from the said date in terms of Section 139(8) of the Companies Act, 2013.

As per the SEBI Circular dated October 18, 2019 (repealed and added in the SEBI Master circular dated January 30, 2026), since the resignation is within 45 days from the end of quarter dated March 31, 2026, he would be required to conduct statutory audit for the financial year ended March 31, 2026 only.

Since there is a casual vacancy in the position of statutory auditors basis his resignation, the Board of Directors at their meeting held on 11th June 2026, based on the recommendation of the Audit Committee, appointed M/s. Jain Jagawat Kamdar & Co., Chartered Accountants (FRN: 122530W & Peer Review No.:021139) , as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of the previous auditors, subject to approval of the Members at an Annual General Meeting pursuant to provisions of Section 139(1) of the Act.

M/s Jain Jagawat Kamdar & Co. would be appointed as statutory auditors of the Company to conduct the statutory audit of the records of the Company for a period of 5 years from the date of this 14th AGM held in FY 2026-27 till 19th AGM of the Company to be held in FY 2031-32 to conduct audit from FY 2026-27 till FY 2030-31 and also to issue the limited review report and financial results for the quarter ended June 30, 2026.

Brief Profile of Auditors: As a firm, Jain Jagawat Kamdar & Co. ("JJK&Co.") formerly known as Jagawat & Associates can trace its roots back in 2002 and since that time it has grown steadily through focus on the fundamentals of providing sound practical advice with value for money. In recent years, the firm has expanded considerably to become a broad-based provider of advice to owner as well as professionally managed businesses. It started as

a firm focused in providing high quality service in the field of Audit, Accounting & Advisory . Today's entrepreneurs demand that chartered accountants do more than crunch the numbers. though the core competency still prevails, JJK&Co. now offers a broad based advisory service that makes it partners in its clients' overall business strategies – and successes. JJK&Co's services are designed to solve problems for entrepreneurs. JJK&Co's comprehensive approach includes information risk management, tax planning, business-information processing and management, and strategic advice. JJK&Co constantly innovates to find new ways to bring value to its clients through hard work and continuous efforts at self-improvement. JJK&Co takes pride in the fact that it is one of the few firms to have managed to combine professionalism with highly personalized service to its clients. The rapid growth in the range and breadth of consultancy services within the firm reflects our determination to provide the best possible assistance for its clients. The firm strives to exceed its client's expectations and to ensure the client's satisfaction with its work.

M/s. Jain Jagawat Kamdar & Co. have conveyed their consent to act as Statutory Auditors of the Company and confirmed that their appointment, if approved by the Members, would be within the limits prescribed under the Companies Act, 2013 and that they are not disqualified from appointment. The Board of Directors and the Audit Committee, at their respective meetings held on 11th June 2026, have considered various parameters like capability to serve a widespread business landscape as that of the Company, audit experience across the industries, market standing of the firm, clientele served, technical knowledge, governance standards, etc., and found M/s Jain Jagawat Kamdar & Co., Chartered Accountants suitable for this appointment and accordingly, recommended the same.

The terms of appointment include quarterly audit of standalone and consolidated financial results and annual audit of standalone and consolidated financial statements in accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time along with the issuance of certificates in accordance with requirements of the Act and SEBI. M/s. Jain Jagawat Kamdar & Co. Chartered Accountants, (FRN: 122530W & Peer Review No.:021139) ("the Firm") will be paid an annual fee of Rs. 9,40,000/- (Rupees Nine Lac Forty Thousand Only) plus outlays and taxes as applicable from time to time, for the purpose of audit of the Company's accounts. The power may be granted to the Board/ Audit Committee to alter and vary the terms and

conditions of appointment, revision including upward revision of the remuneration during the tenure of appointment, in such manner and to such extent as may be mutually agreed with the Statutory Auditors. The remuneration paid to the Statutory Auditors will be disclosed in the Corporate Governance Report as well as the Annual Financial Statements of the Company on an annual basis.

Besides the audit services, the Company would also obtain certifications from the Statutory Auditors under various statutory regulations and certifications required by clients, banks, statutory authorities, audit related services and other permissible non-audit services as required from time to time, for which they will be remunerated separately on mutually agreed

terms, as approved by the Board in consultation with the Audit Committee.

There has been an upward revision in the remuneration proposed to be paid to the proposed Auditors as compared to the fees paid to the outgoing Auditors. The revised fee structure has been determined after considering the enhanced scope of work, professional expertise required, and prevailing industry benchmarks, and is considered to be commensurate with the standards followed within the industry.

Accordingly, the consent of the shareholders is sought for the appointment of M/s. Jain Jagawat Kamdar & Co. as Statutory Auditors of the Company.

Disclosure as required pursuant to terms of regulation 36(5) of SEBI Listing Regulations:

Particulars	Details
Terms of appointment of the Statutory Auditors	The terms and conditions of M/s. Jain Jagawat Kamdar & Co. appointment include a tenure of five consecutive years, commencing from the conclusion of this Annual General Meeting (i.e., for Financial Year 2026-27) until the conclusion of the Annual General Meeting of the Company which will be held in the (i.e., for Financial Year 2030-31).
Proposed fees payable to the Statutory Auditors	The fixed remuneration for the Statutory Audit and other permissible services for the Financial year 2026-27 is set at Rs. 9,40,000 /- (Rupees Nine Lac Forty thousand only), plus applicable taxes and other out-of-pocket costs incurred in connection with the audit. It is noteworthy that there is no material change in the proposed fee payable to M/s. Jain Jagawat Kamdar & Co. and hence the requirement for disclosure of rationale for change in proposed fee payable is not applicable. Further, the proposed fee is determined based on the scope of work, team size, industry experience, and the time and expertise required to conduct the audit effectively. For rest of the tenure of the statutory auditor, the remuneration payable to him shall be as determined by the Board and the audit committee of the Company in consultation with the statutory auditor.
Basis of recommendation and auditor credentials	The recommendation for appointment of M/s. Jain Jagawat Kamdar & Co. was made Board of Directors and the Audit Committee, at their respective meetings held on 11th June 2026, have considered various parameters like capability to serve a widespread business landscape as that of the Company, audit experience across the industries, market standing of the firm, clientele served, technical knowledge, governance standards, etc., and found M/s Jain Jagawat Kamdar & Co., Chartered Accountants suitable for this appointment and accordingly, recommended the same.

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

ITEM NO. 6

Mr. Himanshu Aggarwal (DIN: 01806026) was appointed as an Executive Director of the Company, liable to retire by Rotation, in the Board meeting held on 23rd August, 2017 and the same was approved by the members of the Company at the Extra-Ordinary General Meeting held on 10th October, 2017. He has

been serving on the Board of the company both as an Executive director of the company since 2017. Mr. Himanshu Aggarwal aged 40 years holds a Bachelor's degree of science in Biomedical Engineering from Northwestern University, Chicago, USA. He has 8 years of experience in the finance, commerce and accounts functions of the Company and is also responsible for providing leadership to all business development goals and strategies of the company. The members are hereby informed that the Board of Directors at their meeting held on 10th August, 2023,

pursuant to the provisions of Section 179, 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and on the recommendation of Nomination & Remuneration Committee and Audit Committee, considered and approved the change in Designation of Mr. Himanshu Aggarwal, from Executive Director to Whole Time Director for a period of three years from 10th August 2023 to 09th August, 2026, liable to retire by rotation, subject to member's approval in the ensuing Annual General Meeting of

the Company held on 30th September 2023 to which shareholders granted their consent for the said change in designation.

The members are further informed that considering his contribution to the Company the Board at their meeting held on 11th June 2026, on recommendation of the nomination and remuneration committee, approved the proposal of re-appointment of Mr. Himanshu Aggarwal as a Whole Time Director of the Company for a period of three years with effect from 10th August 2026 to 09th August 2029 on such terms and conditions including remuneration mentioned below:

Name & Designation	Mr. Himanshu Aggarwal, Whole Time Director
Period	3 years w.e.f. 10th August 2026 to 09th August, 2029
Remuneration	Not exceeding Rs. 1,00,00,000/- (Rupees One Crores only) Per Annum

Mr. Himanshu Aggarwal would be entitled to the Company's contribution to the provident fund and other perquisites benefits, facilities including leave encashment, traveling allowance, and Medical Reimbursement as per the Company's policies applicable from time to time.

A brief profile of Mr. Himanshu Aggarwal, in terms of Regulation 36(3) of the SEBI Listing Regulations, 2015 and the Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, have been provided to this Notice.

Except Mr. Himanshu Aggarwal being an appointee and Mr. Vinay Kumar Aggarwal, and Mr. Ajay Kumar, Directors and being relatives of Mr. Himanshu Aggarwal of the Company, none of the other Directors and/or Key Managerial Personnel or their relatives, are interested or concerned in the resolution. The

Board recommends the Special Resolution set out at Item No. 6 of the accompanying Notice in the interests of the Company.

Disclosure as required under Schedule V of the Companies Act, 2013 is given as under:

I. GENERAL INFORMATION

I. Nature of Industry: The Company is in the Service Sector – Logistics.

II. Date or expected date of commencement of commercial production – The Company is rendering the services since 1980.

III. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus – Not Applicable

IV. Financial performance based on given indicators – Financial Performance

(₹ in Lakhs)

Particulars	Current Year 31.03.2026	Previous Year 31.03.2025
Revenue from operation	28,484.75	24,781.80
Other Income	328.12	623.12
Total Income	28,812.87	25,404.92
Total Expenses	25,094.32	22,079.55
Profit before taxation	3,718.55	3,325.37
Less: Total Tax Liability	948.17	843.74
Add: Regulatory Deferral Account Balances	-	4.09
Profit after taxation	2,770.38	2,485.72

*Profit before interest & finance charges, depreciation & taxation includes other income

v. Foreign investments or collaborations, if any -

There is no direct foreign investment in the Company except to the extent shares held by Non-Resident acquired through secondary market. There is no foreign collaboration in the Company.

II. INFORMATION ABOUT THE APPOINTEE

(i) Background details - Mr. Himanshu Aggarwal, holds a Bachelor degree of science in Biomedical Engineering from Northwestern University, Chicago, USA.

(ii) Past remuneration - During the F.Y. 2025-26, the Company has paid Rs. 48,00,000 (Rupees Forty Lac Only) per annum including statutory benefits and perquisites.

(iii) Recognition or awards - Nil

(iv) Job profile and his suitability - He is responsible for providing leadership to all business development goals and strategies of the company with his primary focus on the finance, commerce and accounts functions of our Company.

(v) Remuneration Proposed - Not exceeding Rs. 1,00,00,000/- (Rupees One Crore) Per Annum.

(vi) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin) - The proposed remuneration is commensurate with size and nature of the business of the Company including the industry in which the Company operates and that of the responsibilities of Mr. Himanshu Agarwal as a whole time director of the Company.

(vii) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel or other director, if any -

Vinay Kumar, Managing Director	Father
Ajay Aggarwal, Whole Time Director	Uncle

III. OTHER INFORMATION

(i) Reasons for loss or inadequate profits

Currently Company has adequate profits. However, as the remuneration proposed to be paid to Mr. Himanshu Aggarwal includes a minimum remuneration, the Company is

passing special resolutions pursuant to the proviso of the sub-section(1) of Section 197 of the Companies Act, 2013 as a matter of abundant precaution, as the profitability of the Company may be impacted in future due to business environment during the tenure of re-appointment of Mr. Himanshu Aggarwal.

(ii) Steps taken or proposed to be taken for improvement

The Company has embarked on a series of strategic and operational measures that is expected to result in an improvement in its present position. The Company has also strategically planned to enhance provision of service and increase profits and has put in place measures to reduce cost and improve the bottom line.

(iii) Expected increase in productivity and profits in measurable terms

The Company is conscious about improvement in its financial performance and has been aggressively pursuing and undertaking constant measures to improve the same.

IV. DISCLOSURES

All the relevant information required to be disclosed in the Board of Directors' Report under the heading "Corporate Governance" will be enclosed to the Annual Report of financial year 2025-26.

The Board recommends the passing of the Special Resolution, as set out in Item no. 6 of this notice

ITEM NO. 7

Pursuant to Section 149, 150, 152, 160 and schedule IV of the companies Act, 2013 and rules made thereunder and based on the recommendations of the Nomination & Remuneration Committee, the Board of Directors of the Company had appointed Ms. Anju Mohanty for a term of three years till June 2027.

Now, owing to her contribution to the Company in respect of her extensive experience in leading well-governed organizations and her deep understanding of organizational systems and processes, strategic planning and recommendation of the Nomination and Remuneration Committee held on 11th June 2026 the Board of Directors of the Company approved the re-appointment of Ms. Anju Mohanty for the second consecutive term of 2 years commencing with effect from June 25, 2027 to June 24, 2029 not liable to retire by rotation and subject to approval of the shareholders of the company.

As per Section 149(10) read with Schedule IV of the Companies Act, 2013, an Independent Director shall

hold office for a term of up to five consecutive years on the Board of a Company but shall be eligible for re-appointment on passing of a special resolution by the company. In line with the aforesaid provisions of the Companies Act, 2013 and in view of long, rich experience, continued valuable guidance to the management and strong performance of Ms. Anju Mohanty, Independent Director, the Board of Directors state that her reappointment would be in the interest of the Company and accordingly the said matter is placed before the members for their approval.

In the opinion of the Nomination and Remuneration Committee and the Board of Directors of the Company, Ms. Anju Mohanty fulfils the conditions of Independence specified in the Companies Act, 2013 and the Rules framed thereunder and the SEBI Listing Regulations, for her re-appointment as a "Non-Executive & Independent Director" of the Company and she is independent of the Management.

Basis the performance evaluation conducted by the Company, she is effective and efficient on discharging her roles and responsibilities as an Independent Director of the Company. The Board and its allied Committees have benefitted from her relevant specialization and expertise in the knowledge.

Ms. Anju Mohanty, has over 35 years of experience in key leadership roles in SAIL a Maharatna CPSE. During her tenure in SAIL she handled various assignments like Imports Section in Materials management division at Bokaro Steel Plant, Product planning division and Retail marketing group in Central Marketing Organization before superannuating from Commercial Directorate handling Coordination with Ministry Government of India and Parliamentary affairs. Her performance and contribution in the organization has led to the growth of the Company and hence, the Board members have consented for her re-appointment.

She retired as General Manager after serving for more than 35 years in SAIL.

Further, Ms. Anju Mohanty is not disqualified from

being appointed as Director in terms of Section 164 of Companies Act, 2013 and has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of Companies Act, 2013 and applicable regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has also received from her:- (i) the consent in writing to act as Director, (ii) intimation that she is not disqualified under section 164(2) of the Companies Act, 2013, (iii) a declaration to the effect that she is not debarred from holding the office of Director pursuant to any Order issued by the Securities and Exchange Board of India (SEBI), and (iv) Confirmation that she has registered himself with the Independent Directors' databank and satisfied the requirement regarding the online proficiency self-assessment test in terms of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

Accordingly, pursuant to Section 149 and Schedule IV of the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any modification or reenactment thereof), the Board recommends the re-appointment of Ms. Anju Mohanty as a Non-Executive Independent Director of the Company for a term of 2 (Two) consecutive years with effect from June 25, 2027 to June 24, 2029, not be liable to retire by rotation.

Disclosure as required under Schedule V of the Companies Act, 2013 is given as under:

I. GENERAL INFORMATION

- I. Nature of Industry: The Company is in the Service Sector – Logistics.
- II. Date or expected date of commencement of commercial production – The Company is rendering the services since 1980.
- III. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus – Not Applicable

IV. Financial performance based on given indicators –
Financial Performance

(₹ in Lakhs)

Particulars	Current Year 31.03.2026	Previous Year 31.03.2025
Revenue from operation	28,484.75	24,781.80
Other Income	328.12	623.12
Total Income	28,812.87	25,404.92
Total Expenses	25,094.32	22,079.55
Profit before taxation	3,718.55	3,325.37
Less: Total Tax Liability	948.17	843.74
Add: Regulatory Deferral Account Balances	-	4.09
Profit after taxation	2,770.38	2,485.72

*Profit before interest & finance charges, depreciation & taxation includes other income

V. Foreign investments or collaborations, if any –

There is no direct foreign investment in the Company except to the extent shares held by Non-Resident acquired through secondary market. There is no foreign collaboration in the Company.

the Company operates and that of the responsibilities as an independent director of the Company.

- (vi) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel or other director, if any – Nil

II. INFORMATION ABOUT THE APPOINTEE

- (i) Background details -. She is B.Sc., M.sc and MTech and has over 35 years of experience in key leadership roles in SAIL a Maharatna CPSE
- (ii) Past remuneration – During the F.Y. 2025-26, no remuneration was paid except sitting fees as stated in the above table.
- (iii) Recognition or awards - Nil
- (iv) Job profile and its suitability – Experienced in material management, inventory control, and product planning with expertise in coordinating procurement, stock management, production planning, and supply chain operations to ensure smooth business processes and timely product delivery
- (v) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin) - The proposed remuneration is commensurate with size and nature of the business of the Company including the industry in which

III. OTHER INFORMATION

- (i) Reasons of loss or inadequate profits
- Currently Company has adequate profits. However, as the fixed sitting fees is paid to Ms. Anju, the Company is passing special resolutions pursuant to the proviso of the sub-section(1) of Section 197 of the Companies Act, 2013 as a matter of abundant precaution, as the profitability of the Company may be impacted in future due to business environment during the tenure of re-appointment of Ms. Anju.
- (ii) Steps taken or proposed to be taken for improvement
- The Company has embarked on a series of strategic and operational measures that is expected to result in an improvement in its present position. The Company has also strategically planned to enhance provision of service and increase profits and has put in place measures to reduce cost and improve the bottom line.
- (iii) Expected increase in productivity and profits in measurable terms
- The Company is conscious about improvement

in its financial performance and has been aggressively pursuing and undertaking constant measures to improve the same.

IV. DISCLOSURES

All the relevant information required to be disclosed in the Board of Directors' Report under the heading "Corporate Governance" will be enclosed to the Annual Report of financial year 2025-26.

Except Ms. Anju Mohanty being appointee, none

of the Directors and/or Key Managerial Personnel or their relatives, are interested or concerned in the resolution.

The brief details of Ms. Anju Mohanty in terms of the Regulation 36 (3) of the SEBI Listing Regulations, 2015 and the Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, has been annexed to this Notice.

The Board recommends the passing of the Special Resolution, as set out in Item no. 7 of this notice.

**On behalf of the Board of Directors
Tara Chand InfraLogistic Solutions Limited**

Sd/-

Shefali Singhal

Company Secretary & Compliance Officer

M. No.: A34314

Add: C/O: 342 Industrial Area, Phase I,
Chandigarh – 160002

Date: **11.06.2026**

Place: **Navi Mumbai**

Annexure-1 To The Notice

Information as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 for appointment / re-appointment of Directors is as below

Name of the Director	HIMANSHU AGGARWAL	Anju Mohanty
Age	40	64
DIN	01806026	10681207
Date of Birth	18.02.1986	29.09.1962
Date of Appointment	01.11.2017	25.06.2024
Date of first appointment on the Board	In the board meeting held on 23rd August 2017, appointment w.e.f. 01/ 11/ 2017	25.06.2024
Date of appointment at current designation	25.07.2024	25.06.2024
Category	Whole Time Director	Independent director
Qualification	He has bachelor's degree of science in Biomedical Engineering from Northwestern University, Chicago, USA.	Gold Medalist in B.sc (College Topper), Msc. (Physics) from Meerut University, M.Tech (Materials Science & Technology) from IT,BHU
Nature of expertise in specific functional areas and Experience	Himanshu Aggarwal, aged 40 years, is the Whole Time Director of our Company. He is also currently the Chief Financial Officer of our Company. He has been associated with our Company since the year 2017. He holds a bachelor's degree of science in Biomedical Engineering from Northwestern University, Chicago, USA. He is currently focused on the finance, commerce and accounts functions of our Company. He is responsible for providing leadership to all business development goals and strategies of the Company.	Anju Mohanty has over 35 years of experience in key leadership roles in SAIL a Maharatna CPSE. During her tenure in SAIL she handled various assignments like Imports Section in Materials management division at Bokaro Steel Plant, Product planning division and Retail marketing group in Central Marketing Organisation before superannuating from Commercial Directorate handling Coordination with Ministry Government of India and Parliamentary affairs.
Terms and conditions of appointment/reappointment	Appointed as a Whole Time Director for a period of 3 years effective from August 10, 2026 to August 9, 2029	Appointed as an independent director for a period of 2 years effective from June 25, 2027 till June 24, 2029 Sitting Fees Rs.20000/- per meeting of the Board or Committee thereof as an Independent Director Last Remuneration: N.A
Number of shares held in the Company	12,90,544	Nil

Remuneration to be paid	Not exceeding Rs. 1,00,00,000/- (One Crores Only) Per Annum.	NA
Directorship held in other Companies	Refer Annexure A	Nil
Memberships/ Chairmanships of Committees of other Companies	Refer Annexure A	Nil
Relationships between Directors inter-se	Vinay Kumar - Father Ajay Aggarwal - Uncle	Nil
Last Drawn Remuneration and No. of Board Meetings attended during the year	Last Remuneration Drawn – Rs.48,00,000/- (Forty-Eight Lacs Only) Board Meeting Attended - 6	Sitting Fees Rs. 10000/- per meeting and Board Meeting till June 2025 and Rs 20000/- per meeting from July 2025 onwards. Board Meeting Attended - 5
Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 National Stock Exchange of India Ltd. with ref. no. NSE/ CML/2018/24 dated 20th June, 2018	Mr. Himanshu Aggarwal is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority	Ms. Anju Mohanty is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority

Annexure A – Details of Other Directorships and Committee memberships held by the Mr. Himanshu Aggarwal

S. No.	Name of the Companies in which he is a Director (including this company)	Details of Committee Membership / Chairmanship in all the Companies (including this company)
1.	Tara Chand Industries Limited Tarachand Metallix Limited Tara Chand Samriddhi Foundation Tara Chand Infralogistic Solutions Limited	Member – Audit Committee