



Registered Office : 342, Industrial Area, Phase-1, Chandigarh -160 002 Ph.: 8427300795, 8427646965 | E:info.chd@tarachandindia.in | www.tarachandindia.in

Date: 06th March,2023

To,
The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G.,
Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051

Subject: <u>Disclosure of Voting Results of the Extra - Ordinary General Meeting of Tara Chand Infralogistic Solutions Limited (Formerly Known as Tara Chand Logistic Solutions Limited) held on Saturday 04th March, 2023 along with Scrutinizer's Report</u>

Dear Sir/Madam,

In accordance with the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclosed herewith the voting results of Extra – Ordinary General Meeting of Tara Chand Infralogistic Solutions Limited (Formerly Known as Tara Chand Logistic Solutions Limited) held on Saturday 04th March, 2023 in the prescribed format along with the report of the Scrutinizer on remote e-voting and e-voting at the Extra – Ordinary General Meeting.

You are requested to take the information on record.

Thanking you. Yours Faithfully

For and on behalf of Tara Chand Infralogistic Solutions Limited (Formerly Known as Tara Chand logistic Solutions Limited)

Vinay Kumar Managing Director DIN: 00151567

| Name of the Company: | Tara Chand Infralogistic Solutions Limited |
|----------------------------------------------|--------------------------------------------|
| | (Formerly Known as Tara Chand Logistic |
| | Solutions Limited) |
| Date of the Annual General Meeting: | 04 th March, 2023 |
| Total number of shareholders on record date: | 522 |
| No. of shareholders present in the meeting | |
| either in person or through proxy: | |
| Promoters and Promoters Group: | NA |
| Public | NA |
| No. of Shareholders attended the meeting | 15 |
| through Video Conferencing: | |
| Promoters and Promoter Group: | 09 |
| Public: | 06 |

Resolution No: 1-. Increase in Authorized Share Capital of the Company from Rs. 15,00,00,000/- to Rs. 17,00,00,000/-

Resolution required: (Ordinary/Special): Ordinary

Whether promoter/promoter group are interested in the agenda/resolution? : No

| Categor | Mode of | No. of | No. of votes | % of | No. of | No. of | % of | % of |
|----------------|-----------|-------------|--------------|----------|-------------|---------|--------------|--------------|
| y | Voting | Shares | polled | Votes | Votes- in | Votes- | Votes in | Votes |
| | | Held | (2) | Polled | favour | in | favour on | against on |
| | | (1) | | on | (4) | against | votes | votes |
| | | | | outstan | | (5) | polled | polled |
| | | | | ding | | | (6)=[(4)/(2) | (7)=[(5)/(2) |
| | | | | shares | | |]*100 |]*100 |
| | | | | (3)=[(2) | | | | |
| | | | | /(1)]*10 | | | | |
| | | | | 0 | | | | |
| Promot | Remote E- | | 1,01,92,980 | 99.99 | 1,01,92,980 | 0.00 | 100.00 | 0.00 |
| er and | voting | 1 01 02 000 | | | | | | |
| Promot | E-voting | 1,01,93,980 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| er | at AGM | | | | | | | |
| Group | Total | 1,01,93,980 | 1,01,92,980 | 99.99 | 1,01,92,980 | 0.00 | 100.00 | 0.00 |
| Public | Remote E- | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Institut | voting | 0 | | | | | | |
| ions Holder | E-voting | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| s | at AGM | | | | | | | |
| 3 | Total | 0 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Public | Remote E- | | 7,57,000 | 21.94 | 7,57,000 | 0.00 | 100.00 | 0.00 |
| - Non | voting | | | | | | | |
| Institut | E-voting | 34,51,000 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| ions | at AGM | | | | | | | |
| Holder | Total | 34,51,000 | 7,57,000 | 21.94 | 7,57,000 | 0.00 | 100.00 | 0.00 |
| S | | | | | | | | |
| Grand T | otal | 1,36,44,980 | 1,09,49,980 | 80.25 | 1,09,49,980 | 0.00 | 100.00 | 0.00 |
| | | | | | | | | |

Resolution No: 2-.Considered and approved issue of up to 21,20,000 Fully Convertible Warrants ("Warrants/ Convertible Warrants") on preferential basis.

Resolution required: (Ordinary/Special): Special

Whether promoter/promoter group are interested in the agenda/resolution? : No

| Categor | Mode of | No. of | No. of votes | % of | No. of | No. of | % of | % of |
|------------------|-----------|-------------|--------------|-------------|-------------|---------|--------------|--------------|
| \mathbf{y} | Voting | Shares | polled | Votes | Votes- in | Votes- | Votes in | Votes |
| | | Held | (2) | Polled | favour | in | favour on | against on |
| | | (1) | | on | (4) | against | votes | votes |
| | | | | outstan | | (5) | polled | polled |
| | | | | ding | | | (6)=[(4)/(2) | (7)=[(5)/(2) |
| | | | | shares | | |]*100 |]*100 |
| | | | | (3)=[(2) | | | | |
| | | | | /(1)]*10 | | | | |
| D | D . F | | 1 01 02 000 | 0 | 1 01 02 000 | 2.22 | 100.00 | 2.22 |
| Promot | Remote E- | | 1,01,92,980 | 99.99 | 1,01,92,980 | 0.00 | 100.00 | 0.00 |
| er and | voting | 1,01,93,980 | | | | | | |
| Promot | E-voting | 1,01,55,500 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| er | at AGM | | | | | | | |
| Group | Total | 1,01,93,980 | 1,01,92,980 | 99.99 | 1,01,92,980 | 0.00 | 100.00 | 0.00 |
| Public | Remote E- | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Institut ions | voting | 0 | | | | | | |
| Holder | E-voting | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| s | at AGM | | | | | | | |
| | Total | 0 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Public | Remote E- | | 7,57,000 | 21.94 | 7,57,000 | 0.00 | 100.00 | 0.00 |
| - Non | voting | | | | | | | |
| Institut | E-voting | 34,51,000 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| ions | at AGM | | | | | | | |
| Holder | Total | 34,51,000 | 7,57,000 | 21.94 | 7,57,000 | 0.00 | 100.00 | 0.00 |
| s | | | | | | | | |
| Grand T | otal | 1,36,44,980 | 1,09,49,980 | 80.25 | 1,09,49,980 | 0.00 | 100.00 | 0.00 |
| | | | | | | | | |

Resolution No: 3-. Appointment of Mr. Ashok Kumar Goel as Independent Director of the Company.

Resolution required: (Ordinary/Special) : Special

Whether promoter/promoter group are interested in the agenda/resolution? : No

| Categor | Mode of | No. of | No. of votes | % of | No. of | No. of | % of | % of |
|----------------|-----------|-------------|--------------|-----------------------------------------|-------------|---------|--------------|--------------|
| y | Voting | Shares | polled | Votes | Votes- in | Votes- | Votes in | Votes |
| | | Held | (2) | Polled | favour | in | favour on | against on |
| | | (1) | | on | (4) | against | votes | votes |
| | | | | outstan | | (5) | polled | polled |
| | | | | ding | | | (6)=[(4)/(2) | (7)=[(5)/(2) |
| | | | | shares | | |]*100 |]*100 |
| | | | | (3)=[(2) | | | | |
| | | | | /(1)]*10 | | | | |
| | | | | 0 | | | | |
| Promot | Remote E- | | 1,01,92,980 | 99.99 | 1,01,92,980 | 0.00 | 100.00 | 0.00 |
| er and | voting | 1 01 02 000 | | | | | | |
| Promot | E-voting | 1,01,93,980 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| er | at AGM | | | | | | | |
| Group | Total | 1,01,93,980 | 1,01,92,980 | 99.99 | 1,01,92,980 | 0.00 | 100.00 | 0.00 |
| Public | Remote E- | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Institut | voting | 0 | | | | | | |
| ions Holder | E-voting | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | at AGM | | | | | | | |
| S | Total | 0 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | | | | • • • • • • • • • • • • • • • • • • • • | | 2.22 | 100.00 | 2.22 |
| Public | Remote E- | | 7,55,000 | 21.88 | 7,55,000 | 0.00 | 100.00 | 0.00 |
| - Non | voting | 34,51,000 | | | | | | |
| Institut | E-voting | J-1,J1,000 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| ions | at AGM | | | | | | | |
| Holder | Total | 34,51,000 | 7,55,000 | 21.88 | 7,55,000 | 0.00 | 100.00 | 0.00 |
| S | | 1.001.000 | 1 00 1 00 0 | 00.00 | 1 00 1 00 0 | 0.00 | 100.00 | 2.22 |
| Grand T | otal | 1,36,44,980 | 1,09,47,980 | 80.23 | 1,09,47,980 | 0.00 | 100.00 | 0.00 |

AVS & ASSOCIATES

Company Secretaries (Peer Reviewed Firm)

Regd. Office: 1703, G-Square Business Park, Sector 30A, Near Sanpada Railway Station, Sanpada, Navi Mumbai -400703, Maharashtra, India

<u>Email: info@avsassociates.co.in</u>
Tel: 022-35119443 /35119444

<u>Consolidated Report of Scrutinizer on</u> Remote e-voting and Electronic Voting at Extra Ordinary General Meetings

To,
Mr. Vinay Kumar
Chairman & Managing Director
Tara Chand Infralogistic Solutions Limited
(Formerly Known as Tara Chand Logistic Solutions Limited)

The Extra Ordinary General Meeting ("EOGM") of the Shareholders of M/s. Tara Chand Infralogistic Solutions Limited (Formerly Known as Tara Chand Logistic Solutions Limited) (hereinafter referred to as "the Company") held on Saturday,04th March, 2023 at 11.00 a.m. IST (Commenced at 11.16 a.m. IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OVAM") pursuant to General 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, Circular No. 02/2022 dated May 5, 2022, and Circular No. 10/2022, 11/2022 dated December 28, 2022, issued by Ministry of Corporate Affairs ("MCA") (collectively referred to as ("MCA Circulars") and SEBI Circular No. SEBI/ HO/ CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI Circular No. SEBI/ HO/ CFD/ CMD2/ CIR/ P/2022/62 dated May 13, 2022, and Circular SEBI/HO/CFD/ PoD - 2 / P/ CIR/2023/4 dated January 05, 2023, issued by the Securities and Exchange Board of India ("SEBI Circulars") and in compliance with the provisions of the Companies Act, 2013 ("Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Subject: Consolidated Scrutinizer's Report on voting through remote e-voting and electronic voting at the EOGM of the shareholders of the Company held on Saturday, 04th March, 2023, at 11:00 a.m. (Commenced at 11:16 a.m.) through video conferencing ("VC") / other audio-visual means ("OVAM") in terms of provisions of the Companies Act, 2013 (hereinafter the 'Act' read with the rules made there under and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

A. I, Anand Mukherjee, Partner of M/s. AVS & Associates, Practicing Company Secretaries, have been appointed as Scrutinizer of the meeting through a Circular Resolution passed by the Board of Directors of the Company on Thursday, 09th February, 2023 to conduct the following:

- (i) Remote e-voting process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014; and
- (ii) Electronic Voting at the EOGM held on Saturday, 04th March, 2023 under the provisions of Section 109 of the Companies Act, 2013 read with rule 21 of the Companies (Management and Administration) Rules, 2014 further read with MCA Circulars and SEBI Circulars.
- **B.** The Compliance with the relevant provisions of the Act and rules made thereunder and applicable regulations of the Listing Regulations read with MCA Circulars and SEBI Circulars in relation to voting through Remote e-voting, Electronic Voting at the EOGM and presence of a quorum at the EOGM on the proposed resolutions mentioned in the Notice dated 09th February, 2023 is the responsibility of the Management. My responsibility as a scrutinizer is to ensure that the voting process in all modes is conducted in a fair and transparent manner and render a scrutinizer report based on reports generated from the electronic voting system provided by Link Intime India Pvt. Ltd. ('LIIPL') and votes casted by shareholders at the EOGM.
- C. Pursuant to sections 101, 108 of the Companies Act, 2013 read with rule 20 Companies (Management & Administration) Rules, 2014 (including any statutory modification (s) or reenactment(s) thereof for the time being in force), the Company has confirmed that, the electronic copy of Notice of EOGM was sent to the shareholders whose e-mail addresses are registered with the Company/Depository Participant/Depository in compliance with MCA Circulars and SEBI Circulars.
- **D.** The Company had appointed Link Intime India Pvt. Ltd. ('LIIPL') for providing a facility to the shareholders for participation in the EOGM through VC/OAVM and conducting the electronic voting by the shareholders at the EOGM. After the time fixed for the closing of electronic voting at EOGM by the Chairman, voting was closed and votes cast were unblocked.
- E. The members of the Company holding shares as of the "Cut Off" date on Saturday, 25th February, 2023, were entitled to vote on the resolutions forming part of the notice of the EOGM. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as of the cut-off date i.e. 25th February, 2023.
- F. The Company had availed the remote e-voting facility provided by Link Intime India Pvt. Ltd. ('LIIPL') for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Wednesday, 01st March, 2023 (09.00 a.m. IST) and ended on Friday, 03rd March, 2023 (05.00 p.m. IST) and the Link Intime India Pvt. Ltd. ('LIIPL') remote e-voting portal was blocked in the presence of Mr. Ronak Parakh and Ms. Meet Karia who are not in employment of the Company.
- **G.** I submit a Consolidated report on the basis of the votes exercised by the shareholders of the Company through remote e-voting prior to and during the EOGM in respect of the said resolutions.



SPECIAL BUSINESS:

Item No. 1 - Ordinary Resolution:

Increase in Authorized Share Capital of the Company from Rs. 15,00,00,000/- to Rs. 17,00,00,000/-

| Category | Mode of Voting | No. of Shares held | No. of Votes polled* | % of Votes Polled in Outstanding shares | No. of votes in - favour | No of votes – against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|-------------------------------|---------------------|--------------------------|----------------------------|-----------------------------------------|--------------------------|-----------------------------|--------------------------------------|------------------------------------|
| | | (1) | (2) | (3)= [(2)/(1)]*100 | (4) | (5) | (6)= [(4)/(2)]*100 | (7)= [(5)/(2)]* 100 |
| Promoter and Promoter | Remote E-voting | 1,01,93,980 | 1,01,92,980 | 99.99 | 1,01,92,980 | 0.00 | 100.00 | 0.00 |
| Group | E-voting at EOGM | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 1,01,93,980 | 1,01,92,980 | 99.99 | 1,01,92,980 | 0.00 | 100.00 | 0.00 |
| Public Institutio | Remote E-voting | 0 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| ns Holders | E-voting at EOGM | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 0 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Public - Non Institutio | Remote E-voting | 34,51,000 | 7,57,000 | 21.94 | 7,57,000 | 0.00 | 100.00 | 0.00 |
| ns Holders | E-voting at EOGM | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 34,51,000 | 7,57,000 | 21.94 | 7,57,000 | 0.00 | 100.00 | 0.00 |
| Grand Tota | 1 | 1,36,44,980 | 1,09,49,980 | 80.25 | 1,09,49,980 | 0.00 | 100.00 | 0.00 |

^{*}No. of votes polled does not include 'no. of votes invalid'



<u>Item No. 2 - Special Resolution:</u>

Considered and approved issue of up to 21,20,000 Fully Convertible Warrants ("Warrants/ Convertible Warrants") on preferential basis.

| Category | Mode of Voting | No. of Shares held | No. of Votes polled* | % of Votes Polled in Outstanding shares | No. of votes in - favour | No of votes - against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|-------------------------------|---------------------|--------------------------|----------------------------|-----------------------------------------|--------------------------|-----------------------------|--------------------------------------|------------------------------------|
| | | (1) | (2) | (3)= [(2)/(1)]*100 | (4) | (5) | (6)= [(4)/(2)]*100 | (7)= [(5)/(2)]* 100 |
| Promoter and Promoter | Remote E-voting | 1,01,93,980 | 1,01,92,980 | 99.99 | 1,01,92,980 | 0.00 | 100.00 | 0.00 |
| Group | E-voting at EOGM | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 1,01,93,980 | 1,01,92,980 | 99.99 | 1,01,92,980 | 0.00 | 100.00 | 0.00 |
| Public Institutio | Remote E-voting | 0 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| ns Holders | E-voting at EOGM | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 0 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Public - Non Institutio | Remote E-voting | 34,51,000 | 7,57,000 | 21.94 | 7,57,000 | 0.00 | 100.00 | 0.00 |
| ns Holders | E-voting at EOGM | , , | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 34,51,000 | 7,57,000 | 21.94 | 7,57,000 | 0.00 | 100.00 | 0.00 |
| Grand Total | 1 | 1,36,44,980 | 1,09,49,980 | 80.25 | 1,09,49,980 | 0.00 | 100.00 | 0.00 |

^{*}No. of votes polled does not include 'no. of votes invalid'

<u>Item No. 3 - Special Resolution:</u>

Appointment of Mr. Ashok Kumar Goel as Independent Director of the Company

| Category | Mode of Voting | No. of Shares held | No. of Votes polled* | % of Votes Polled in Outstanding shares | No. of votes in - favour | No of votes - against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|-------------------------------|---------------------|--------------------------|----------------------------|-----------------------------------------|--------------------------|-----------------------------|--------------------------------------------|------------------------------------|
| | | (1) | (2) | (3)= [(2)/(1)]*100 | (4) | (5) | (6)= [(4)/(2)]*100 | (7)= [(5)/(2)]* 100 |
| Promoter and Promoter | Remote E-voting | 1,01,93,980 | 1,01,92,980 | 99.99 | 1,01,92,980 | 0.00 | 100.00 | 0.00 |
| Group | E-voting at EOGM | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 1,01,93,980 | 1,01,92,980 | 99.99 | 1,01,92,980 | 0.00 | 100.00 | 0.00 |
| Public Institutio | Remote E-voting | 0 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| ns Holders | E-voting at EOGM | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 0 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Public - Non Institutio | Remote E-voting | 34,51,000 | 7,55,000 | 21.88 | 7,55,000 | 0.00 | 100.00 | 0.00 |
| ns Holders | E-voting at EOGM | , , | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 34,51,000 | 7,55,000 | 21.88 | 7,55,000 | 0.00 | 100.00 | 0.00 |
| Grand Tota | 1 | 1,36,44,980 | 1,09,47,980 | 80.23 | 1,09,47,980 | 0.00 | 100.00 | 0.00 |

^{*}No. of votes polled does not include 'no. of votes invalid'



As requested by the Management, I am submitting this consolidated report on the results of remote e-voting together with the results of electronic voting facilitated at the EOGM.

Thanking you, Yours faithfully,

For AVS & Associates

For Tara Chand Infralogistic Solutions Limited (Formerly Known as Tara Chand Logistic Solutions Limited)

Company Secretaries

Anand
District (1-dellaration)
District (1-del

Anand Mukherjee Partner Mem. No: F11804 COP No: 16883

Peer Review No: 1451/2021 UDIN: F011804D003240161

Place: Navi Mumbai Date: 06-03-2023 Mr. Vinay Kumar (Chairman & Managing Director)